SPIDER-MAN®

REVENGE OF THE SINISTER SIX

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MARVEL

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SPIDER-MAN: REVENGE OF THE SINISTER SIX

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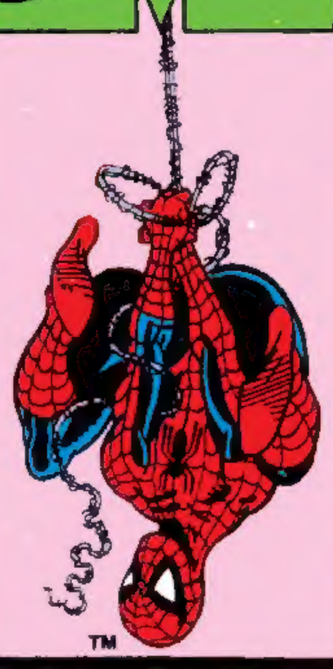

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HE'S HERE! X-MEN'S® BEAST!™

SPIDER-MAN

WHAT IS... THE MUTANT FACTOR?!

ERIK LARSEN

STAN LEE PRESENTS:

THE MUTANT FACTOR!

NICE NIGHT FOR WEB SLINGING. WISH I COULD ENJOY IT MORE.

BUT RIGHT NOW, I'M A MAN ON A MISSION. AND THAT MISSION...

...IS TO FIND THE *BEAST!*

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EARLIER...

I'VE *BEEN* THINKING ABOUT IT.

DON'T THINK THAT I *HAVEN'T* BEEN THINKING ABOUT IT.

IT'S JUST... WELL, I DON'T KNOW THAT ANYBODY CAN EVER BE TRULY READY FOR THIS.

IT'S A BIG STEP, I KNOW, MARY JANE.

HAVING *KIDS* IS A *HUGE RESPONSIBILITY*-- ONE THAT SHOULDN'T BE ENTERED INTO LIGHTLY. PLUS, YOU HAVE A *CAREER* AND I RUN AROUND THE ROOF TOPS IN MY UNDERWEAR.

STILL...

PETER...

I'VE BEEN THINKING ABOUT THIS...A LOT. IT'S HARD NOT TO WITH HARRY AND LIZ AND THEIR LITTLE ONE LIVING DOWNSTAIRS AND YOUR AUNT MAY'S GENTLE YET PERSISTENT HINTS TO GO FORTH AND MULTIPLY.

IT'S A MAJOR COMMITMENT.

AND THERE'S NO TURNING BACK.

STILL...

YEAH, WELL, I KNOW ALL THAT.

SHEESH! ONE WEEK YOU'RE WORRIED ABOUT THE TICKING CLOCK, THE NEXT...

YEAH. YEAH. I KNOW. I WAS THERE, REMEMBER?

IT'S TRUE I'VE BEEN DOING MORE THAN MY FAIR SHARE OF FLOPPING FROM GUNG HO TO GUN SHY... BUT WHAT DO YOU *EXPECT*?

THINGS WITH YOU CAN GET A LITTLE WEIRD.

YEAH.

I GUESS I DO HAVE A TENDENCY TO OVERLOOK THAT. I'M AS HEALTHY AS CAN BE, BUT I FORGET THAT MY GENES MIGHT BE EFFECTED.

REED AND SUE RICHARDS HAD SOME HAIRY COMPLICATIONS WITH THEIR SON FRANKLIN'S BIRTH, AND THEIR SECOND CHILD *DIED* DURING DELIVERY.

WE'RE HIGH ON THE LIST OF PEOPLE LIKELY TO GIVE BIRTH TO A *MUTANT*... AND *THAT'S* A SCARY THOUGHT.

BUT SO'S THE THOUGHT OF *NEVER* HAVING KIDS.

THESE CHOICES AREN'T GOING TO GET ANY EASIER.

I KNOW.

LOOK, I'M SORRY.

NO MORE PRESSURE, OKAY?

WE'VE *BOTH* GOT TO BE READY FOR THIS.

YEAH.

THE MUTANT FACTOR SCARES ME. A REGULAR BABY IS ONE THING... A MUTANT MIGHT KILL ME.

OR ARE YOU FORGETTING ABOUT THAT NASTY BITE YOU RECIEVED A WHILE BACK FROM A CERTAIN RADIOACTIVE SPIDER?

NUTS.

I HATE *NOT KNOWING* ALL THE ANSWERS. I'M NOT USED TO IT. IT'S FRUSTRATING. I DON'T LIKE NOT KNOWING ABOUT MYSELF... AND ABOUT MUTANTS.

BUT I KNOW SOMEONE WHO *DOES* KNOW.

BE CAREFUL, PETER.

DON'T GET HURT.

THE BEAST TO GIVE LECTURE ABOUT GENETICS AT ESU.

admits that he's sick and tired of being compared to the guy. mean- that isn't enough. its now out in the Stan and Jim are long lost twins sure they don't look at all alike but heck, who does? Jim still the most compulsive swiper in comics insists this is his real style not a configuration of Brain

NOW.

I THINK I'LL DROP IN AND SEE WHAT ALL THE SHOUTING'S ABOUT.

WELL, LOOK AT THAT! IT APPEARS THE PRESENTATION GOT A BIT LIVELY.

ELSEWHERE...

HOW'S HE DOING, DOCTOR?

HE'S DOING OKAY NOW, NURSE WHITE. YOU'VE TAKEN QUITE A LIKING TO OUR MYSTERIOUS VISITOR, HAVEN'T YOU?

AWW...HE LOOKS SO CUTE JUST SLEEPING THERE... HE'S DEFINITELY GOT HIS CHARM.

OH, MY.

WHAT'S HAPPENING TO HIM?!!

CRACK!!

SWAK!

WELL, WELL, IF IT ISN'T THE CAST OF *MUTANT BEACH PARTY* DANCING THE *FUNKY CHICKEN* IN MY FAVORITE COLLEGE LECTURE HALL! NOW I'VE SEEN *EVERYTHING*! I WONDER IF IT'S KOSHER FOR A FELLOW COSTUMED CUT-UP TO CUT IN?

BRAKKK-OOM

OUR PEOPLE ARE BEING TREATED LIKE ANIMALS AND YOU WANT TO MAKE NICE WITH THE OPPRESSORS.

SKKKTH!!

DIDN'T CARE FOR THE LECTURE, MADAME?

BRAAK

KRAKATAV!

MUTANT FREAKS!

THWAK!!

BWUDD!

WE SHOULD BE RULERS... NOT SLAVES! IT'S TIME TO TAKE DOWN THE HUMAN RACE ONCE AND FOR ALL AND SHOW THE WORLD WHY WE'RE CALLED *HOMO SUPERIOR*!

MUTIES GO HOME!!

RUN! *RUN!*

YOU TRAITOROUS PIG!

TEMPER, TEMPER.

DON'T FORGET, DARLIN'-- HUMANS GROSSLY OUT-NUMBER US MUTANT TYPES, THEY'VE GOT MOST OF THE WEAPONS, THEY WERE HERE FIRST...

RUN!

...AND SOME OF 'EM ARE DARN CUTE, BESIDES!

GET OUT OF THEIR WAY!

MUTANTS ARE

CEASE YOUR WITLESS PRATTLING, HUMAN LOVER!

SOME PARTY! A FEW MINUTES LATE AND THEY'RE ALREADY OUT OF DIP. LOOKS LIKE THERE'S PLENTY OF PUNCH LEFT THOUGH!

SAY GOOD NIGHT, GRACIE...!

SMASH!

- AND YOU DARE TO CALL YOURSELF A *MUTANT*!

YIKES! SHE SWATTED THE BEAST AWAY LIKE A POP FLY TO CENTER FIELD!

THWIPP

THWIPT

I'D BETTER JUST EMPTY MY WEBSHOOTERS NOW AND ASK QUESTIONS LATER!

WHOOP!

PUNY HUMAN!

SHE DEPLETED MY ENERGY AND UTILIZED IT FOR HERSELF!

KRAK!

UNGHH!

MISSED ME!

AIN'T THAT A KICK IN THE HEAD!

WHA...?

DON'T GO THINKIN' I'VE FORGOTTEN ABOUT YOU, MASTERBLASTER...

MUTANTS ARE O.K.

MAKE LOVE NOT WAR

YOU'RE AT LEAST HALF OF THE REASON THIS WHOLE FRACAS GOT UNDERWAY!

SO HERE'S A SEVERE BLOW TO THE HEAD FOR YOUR EFFORTS, YOU WANNABE MUTANT-KILLER, YOU!

BRAK!

HHNGGHHH!

I ♥ MUTANTS

SPAKK!!

HER BLOWS ARE *LANDING* -- AND *HARD*! SHE'S SAPPING MY STRENGTH!

UNGHHH!

FEAR

FANG!

YOU'RE MINE, WOMAN!!

NO!! GET AWAY FROM ME!!

DOWN WITH MUTANTS

MUTIES

DOWN, YOU CURSED BEAST!

HERE GOES...

OOOOFTA!

...NOTHING!

UNGH!

SMASH!

SMASH!

SMASH!

THANKS FOR THE OPENING, BLUE.

MY PLEASURE, RED. I SEE MOST OF THE CROWD SNUCK OUT RIGHT AT...

AH, THE EVER PUNCTUAL POLICE, HERE TO BREAK THINGS UP, NO DOUBT!

THWIP!

IF IT'S OKAY WITH YOU...

...I'D MUCH RATHER CONTINUE THIS LITTLE CONVERSATION ELSEWHERE!

...WELL, THAT'S ANOTHER DAY IN THE LIFE OF A MUTANT, WEBHEAD.

I KEEP A PRETTY FULL CALENDAR MYSELF, FELLA.

THE HUMAN, MASTERBLASTER, WANTS ALL US MUTANTS *DEAD* SO THAT WE CAN'T TAKE OVER THE *WORLD* AND THE MUTANT, POWERHOUSE, *WANTS TO TAKE OVER THE WORLD!* NEITHER ONE HAS A PARTICULARLY HEALTHY PRESCRIPTION FOR THIS PLANET.

BUT ENOUGH OF THAT-- YOU'VE COME TO ME WITH A PROBLEM.

I MUST SAY IT COMES TO ME AS QUITE A SURPRISE--I DIDN'T EVEN KNOW YOU WERE *MARRIED!*

THERE'S REALLY NO *ABSOLUTE WAY* OF DETERMINING WHAT KIND OF CHILD YOU MAY HAVE. THERE'S A SLIM CHANCE YOUR CHILD WOULD BE *PERFECTLY NORMAL*, BUT I'D BE *LYING* IF I SAID THAT THERE'S ANYTHING LESS THAN AN 85% CHANCE OF *SOME* KIND OF COMPLICATION.

THOSE COMPLICATIONS MIGHT MEAN A *HANDICAPPED* INFANT, A *DEFORMED* ONE, A *MUTANT*, A *STILLBORN* CHILD, OR EVEN THE *DEATH* OF YOUR *WIFE*.

GEE, WELL YOU DON'T *HAVE* TO *RESTRAIN* YOURSELF! YOU CAN GIVE IT TO ME *STRAIGHT*.

ADDED TO THAT, REALIZE THAT IF YOU DO HAVE A *MUTANT*, THERE ARE CERTAIN FACTORS INVOLVED WITH THAT. THERE'S THE POSSIBILITY THAT THE CHILD MAY NEED SPECIAL CARE OR MAY EVEN PROVE TO BE A THREAT TO YOUR PERSONAL SAFETY. THEN THERE'S THE *MONEY* ASPECT.

IT'S *EXPENSIVE* TO RAISE A SPECIAL CHILD, AND IN THE CASE OF A MUTANT, YOUR FAMILY WILL BE SUBJECTED TO *PREJUDICE, FEAR* AND *HATRED*, WHICH COULD LEAD TO JOB LOSS AND FURTHER HARDSHIP.

IT'S A *WONDER* PEOPLE HAVE ANY *KIDS* AT *ALL!*

IS THERE ANYTHING *ELSE* I SHOULD KNOW BEFORE I GO OFF AND PLAY GENETIC RUSSIAN ROULETTE?

I'M SORRY TO BE SUCH A WET BLANKET. IT'S BEEN KIND OF TUMULTHOUS FOR MUTANTS LATELY.

TONIGHT'S MELEE IS ALL TOO CHARACTERISTIC, I'M AFRAID.

LISTEN, IF THIS IS A BAD *DECADE* FOR YOU, WE CAN RESCHEDULE OUR LITTLE DISCUSSION.

THAT'S OKAY, FRIEND -- IT'S *UNLIKE* YOU TO COME LOOKING FOR ADVICE LIKE THIS. YOUR WIFE'S NOT *PREGNANT* IS SHE?

SHE'S *NOT* -- AND KEEP HER EXISTENCE UNDER YOUR HAT. I'D HATE TO HAVE ONE OF MY ENEMIES FIND OUT THAT...

KRAKAM!

OH BROTHER -- THERE'S JUST NO END IN SIGHT, IS THERE?

ANOTHER DAY AT THE OFFICE.

SHALL WE?

YEE HAW!

IT'S CLOBBERIN' TIME, ALREADY!

♪ HERE WE COME TO SAVE THE DAY! ♪

SAY THERE, BIG FELLOW--COULD YOU DIRECT ME TO *HOBOKEN*?

IS THAT A NEW SCENT YOU HAVE ON? IT SMELLS DIVINE!

YIPE!

YOU SEEM A BIT EDGY. MIGHT I RECOMMEND A DECAFFEINATED COFFEE?

YEEAGH! GOTCHA, YOU NASTY VARMINT!

UHHH, BEAST...

YOU DO KNOW WHAT YOU'RE DOING, DON'T YOU?

KARAKA

tap
tap

I'LL TAKE THAT AS A "NO."

AND AS FOR *YOU*, HANDSOME, *YOU* WIN OUR *GRAND PRIZE*: A SPIRITED "*SOCK*" TO THE JAW!

THWIP!

MAYBE I'M BEING TOO *SENSITIVE*...

...BUT I DETECT A CERTAIN AMOUNT OF *HOSTILITY* COMING FROM YOU.

UNGGH...

THWIP!

IS IT SOMETHING YOU WANT TO *TALK* ABOUT, OR...

IT WAS JUST A SUGGESTION.

OKAY, OKAY, WE DON'T *HAVE* TO.

KRAKOOM

KRAKKUMPH!!

THERE THEY GO. I SUPPOSE I SHOULD FOLLOW THEM...

:SIGH.:

I *HATE* SEWERS!

HEY, BEAST, NICE OF YOU TO SHOW UP!

@#%&@!

I'M JUST WRAPPING THINGS UP HERE. YOU COULD PUT YOUR *FINGER* ON THIS *KNOT* FOR ME IF YOU WANT TO FEEL *USEFUL!*

THWIPP! THWIPP! THWIPP!

OOPS.

GANGWAY, SPIDEY!

SKKT!

UHNNGH!

WHAM!

OH, MAN. THE BEAST'S DOWN AND OUT FOR A SECOND TIME.

THIS GUY'S *NOT* GOING TO BE AN EASY KNOCK OUT.

HECK, HE'S *ALREADY* NOT AN EASY KNOCK OUT!

HOW *INCONSIDERATE* OF ME. I DON'T BELIEVE I'VE INTRODUCED YOU TWO: *FIST MEET FACE!*

UH-OH. I DON'T THINK HE *FELT* THAT-- AND I'VE LEFT MYSELF *WIDE OPEN!*

WHAM!!

SLOSH!!

UNNGGHGLUB!

I CAN'T GET ANY LEVERAGE AND THE ONLY GUY THAT COULD HELP ME IS SUCKING ANTS OUT OF HIS PILLOW. *THIS* GUY'S FINGERS HAVE ME *PINNED--!* LIKE A VISE AROUND MY NECK!

THIS MAY BE THE END--!

I CLIMB INTO THESE TIGHTS ALMOST *EVERY DAY* AND FACE IMPROBABLE ODDS. IT DOESN'T OCCUR TO ME AS OFTEN AS IT *SHOULD* THAT ONE DAY I MIGHT NOT MAKE IT HOME.

MARY JANE ALWAYS TELLS ME TO BE CAREFUL... MARY JANE...

I NEVER THOUGHT IT WOULD END LIKE THIS. POOR MARY JANE WILL FIND OUT ABOUT MY DEATH AND BE HOUNDED BY THE PRESS. MY PASSING WILL DEVASTATE HER.

THIS IS THE LIFE I'VE CHOSEN FOR MYSELF?

FOR MY WIFE?

"FOR ANY KIDS WE'D EVER HAVE?

"MY PARENTS DIED-- RISKING *THEIR* LIVES-- WHEN I WAS TOO YOUNG TO REMEMBER.

"I GREW UP AS A LONELY BOY. FOREVER DENIED THEIR LOVE. DIFFERENT FROM OTHER LITTLE BOYS.

"ALONE."

JOEY... IS THAT YOU?

GHHAAAH!

HHUNNGH. HHUNNGH. OH, MAN... IF I'M DEAD RIGHT NOW I WASN'T NEAR AS GOOD AS SHOULD HAVE BEEN.

OH, JOEY--YOU'RE OKAY. I WAS SO WORRIED.

YOUR MAMMA TOLD ME THAT SHE TOOK YOU UP TOP TO THE HOSPITAL 'CAUSE WE DIDN'T KNOW HOW TO MAKE YOU BETTER. I WAS SO WORRIED THAT WE'D NEVER SEE YOU AGAIN.

THAT'S THE MONSTER WE'VE BEEN FIGHTING ALL THIS TIME?! HE'S SOME KIND OF LITTLE MUTANT KID.

DON'T DO THAT AGAIN.

LIFE NOT GOOD FOR LITTLE BOY DOWN HERE-- HE GETS SO SICK. SHOULD BE WITH OTHER LITTLE BOYS. BE HAPPY.

THIS IS INSANE.

WAIT A MINUTE! ***HOLD*** IT--! YOU DON'T ***UNDERSTAND,*** YOUR CHILD NEEDS ***HELP!*** HE'S TOO ***POWERFUL*** TO BE LEFT ALONE WITHOUT ***GUIDANCE!***

THERE'S A FACILITY CALLED THE *NURSERY*-- ITS PURPOSE IS TO *DEAL* WITH PROBLEM CHILDREN SUCH AS YOURS, TO *PREVENT* THEM FROM MENACING PEOPLE.

YOU CAN LIVE YOUR LIVES RUNNING AND HIDING BELOW THE STREETS IF YOU WANT TO. BUT IT'S NOT ONLY *INHUMAN*, IT'S *SADISTIC* TO *CONDEMN* YOUR CHILD TO SUCH A *FATE*. I'M AFRAID I HAVE TO *INSIST*...

WE DON'T WANT TO *FIGHT*. HIS MAMMA WANTED A BETTER LIFE FOR HIM. WANTED TO GIVE HIM AWAY. I WANT HIM TO BE SAFE, TOO, BUT I DON'T WANT TO *LOSE* HIM.

PROMISE ME I CAN SEE HIM WHEN I WANT TO -- THAT HE'LL BE SAFE -- AND I'LL DO WHAT YOU SAY.

YOU HAVE MY WORD.

I'LL JOIN YOU IN A MOMENT TO HELP MAKE ARRANGEMENTS.

COUGH COUGH

OH, YES. THAT'S THE *UP*SIDE OF BEING A PARENT THAT I FORGOT TO MENTION, SPIDEY.

YOU'LL *LOVE* YOUR CHILD NO MATTER *WHAT*. MUTANT OR NO...

"...HE'S STILL A *PART* OF YOU."

WHAT A NIGHT.

SO, WHAT DO I SAY TO MARY JANE?

HONEY, I'M... HOME...?

WHAT IS IT, HON? WHAT'S WRONG?

OH, PETER...

I DON'T WANT TO SOUND *SELFISH*, BUT MY ACTING CAREER IS JUST *STARTING* TO TAKE OFF. HAVING A CHILD MIGHT *RUIN* THAT.

PLUS, *YOU'RE* OUT RISKING YOUR LIFE AS *SPIDER-MAN* ALL THE TIME, AND I WORRY THAT YOU WON'T COME *HOME* ONE DAY.

I JUST DON'T THINK WE SHOULD *DO THIS* RIGHT NOW. WE'RE YOUNG, WE'VE GOT *PLENTY* OF TIME TO...

YOU... YOU'RE *RIGHT*. IT'S BEEN A LONG NIGHT FOR ME, TOO. I'VE BEEN GIVEN *PLENTY* TO THINK ABOUT. THE MOST *IMPORTANT* THING, I THINK, IS THAT THIS IS SOMETHING WE DEFINITELY *DON'T* DO ON IMPULSE.

WHEN WE'RE READY-- *IF* WE'RE READY-- WE'LL KNOW.

AND WE'LL BE THE BEST DARN PARENTS ANYONE'S EVER *HAD*.

NEXT: TODD RETURNS--AND EXITS--WITH THE BIG ***X-FORCE*** *CROSSOVER!*

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GHOST RIDER

SIDE BY SIDE WITH

SPIDER-MAN®

REVENGE OF THE SINISTER SIX™ PART ONE

Stan Lee PRESENTS:

REVENGE

OF THE SINISTER SIX

ERIK LARSEN
PICTURES & WORDS

RICK PARKER
LETTERING

GREGORY WRIGHT
COLORING

DANNY FINGEROTH
EDITING

TOM DEFALCO
EDITOR IN CHIEFING

OKAY, CUDDLES, TAKE IT *EASY!*

I REALIZE YOU'RE PROBABLY ALL BROKEN UP ABOUT TWIN PEAKS GETTING CANCELED-- HECK, SO AM I.

BUT YOU DON'T SEE *ME* DESTROYING SHOPPING CENTERS AND HURTING INNOCENT PEOPLE.

TRY NOT TO GET SO CAUGHT *UP* THIS VIEWING SEASON-- NOT THAT IT SHOULD BE THAT MUCH OF A *PROBLEM*, HAVING SEEN THE NEW FALL LINEUP.

DIDN'T YOUR PARENTS WARN YOU THAT WATCHING TOO MUCH *T.V.* WOULD *LEAD* TO THIS SORT OF THING?

MARTIN--? OH DEAR LORD... HOW COULD THIS *HAPPEN*? THEY'RE *ANIMALS*... THEY WANT US *DEAD*.

SO MUCH PAIN. LIKE NOTHING I'VE EVER FELT BEFO-- MY *LEGS*. I CAN'T *FEEL* MY *LEGS*.!

STAND ASIDE, SPIDER-MAN. HIS HEINOUS DEEDS MUST BE *PUNISHED*. HE MUST *PAY* FOR ALL OF THE *INNOCENT BLOOD* THAT HE HAS *SPILLED*.

IN CHOOSING THE PATH OF *EVIL* HE MUST NOW FACE THE *SPIRT OF VENGEANCE!*

uuUuNNGHH!

BOARF

KRAKK

HE'S NOT WHAT HE SEEMS.

BE WARY, HERO.

BOAR

YOU HEAR THAT, CHUCKLES--

GHOST RIDER SAYS YOU MAY NOT BE A PSYCHOTIC TRANSFORMER AFTER ALL.

Yikes!

WHAM!

WHAT HAPPENED TO MY LEGS?!!!

THWIP!

FWOP FWOP FWOP FWOP FWOP FWOP FWOP FWOP

WHAT'S HAPPENING TO ME?!! WHERE AM I? DOMINIC! WHERE ARE YOU? WHY HAVE YOU DESERTED ME?!!

SHEESH! HE'S REALLY LOST IT.

LOOK, FELLA, I CAN UNDERSTAND YOUR WANTING TO MAKE IT ON THE EVENING NEWS--IT'S GREAT PUBLICITY FOR YOUR BUSINESS AND ALL THAT.
IT'S JUST THAT THERE ISN'T THAT MUCH OF A NEED FOR ANOTHER DESTRUCTIVE, SHAPE-CHANGING, PSYCHOPATH... THERE'S BARELY ENOUGH WORK TO GO AROUND AS IT IS! TIMES ARE TOUGH ALL OVER.

WUNK

CLICK CHAKK

WHIRR

PERHAPS ANOTHER LINE OF WORK WOULD...

CHAKK

CLICK

CHAKK

THWIP

HEY, DON'T GO AWAY MAD...!

I WILL *NOT* ALLOW YOU TO *KILL* AGAIN, MADMAN. I WILL STOP YOU AND MAKE YOU FEEL THE *PAIN* YOU SO BLINDLY INFLICT ON OTHERS.

INCOMING... LOOK OUT!

KRAKOOM!

COULD YOU FETCH ME SOME *DRAMAMINE* WHEN YOU HAVE THE CHANCE?!

OKAY, OKAY, I'LL *WATCH* THE *IN-FLIGHT MOVIE!*

KRAKOOM!

NOW, WHAT'S A GUY GOTTA *DO* TO GET SOME SALTED *PEANUTS* AROUND HERE?!

HWOAAR!

YOU'RE HALLUCINATING AND DELIRIOUS -- AND TOO *DANGEROUS* TO BE FREE. PERHAPS MY *PENANCE STARE* WILL HELP SHOW YOU THE ERROR OF YOUR WAYS, SHOW YOU THE *PAIN* OF YOUR *VICTIMS*.

WHO *SAYS* IT'S LONELY AT THE TOP?

SMAK!!!

Y'KNOW, I'M BEGINNING TO THINK THAT MAYBE YOU *SHOULDN'T* BE *DRIVING* IN YOUR *CONDITION*.

NICE JUMP.

I'VE GOTTA GET ME ONE OF THOSE THINGS.

HEADS UP, GENTS.

BRAKKADAK!

NOW LOOK AT WHAT YOU JUST DID!

I'M NOT GOING TO CLEAN UP AFTER YOU, YOU KNOW.

YOUR ORAL ONSLAUGHT HAS *NO EFFECT* ON HIM, SPIDER-MAN. MIGHT I SUGGEST YOU SPEND *MORE* EFFORT TRYING TO *STOP* THIS MANIAC AND *LESS* ON YOUR CLEVER REPARTEE.

YOU REALLY KNOW HOW TO HURT A GUY.

HECK, GHOST TOASTIES, THIS'S FOR YOUR...=OUCH= BENEFIT, TOO-- I'M TRYING TO GET YOU TO...=OOF=... LIGHTEN UP! YOU SOUND LIKE A BROKEN...=OWCH= RECORD, YOU BIG STIFF!

HELP ME... DON'T... DON'T LEAVE ME... NOT DEAD YET...

NO! I'VE GOT TO STOP HIM FROM...

DON'T LET ME D--

HANG ON, SPIDER-MAN!

KAKKAKKAKK

I WONDER IF WE'LL EVER KNOW WHAT *THAT* WAS ALL ABOUT.

PERHAPS *NOT*, BUT THE *IMPORTANT* THING IS THAT THE MENACE IS *OVER*.

I WAS ALERTED TO HIS POINTLESS RAMPAGE WHEN *INNOCENTS'* *BLOOD* WAS SPILLED. I SOUGHT TO *END* THE *SLAUGHTER*. *VENGEANCE* HAS BEEN *SERVED*.

DROP YOU OFF AT YOUR BIKE?

YES.

THEN I'M CALLING ***S.H.I.E.L.D.**** TO COME GET HIS BODY.

DOM... DOMINIC, IS THAT YOU--?

KRUMP

KRUMP

KABUMPH!

YEAH, MAYBE. OR MAYBE WE HELPED PUT AN *UNINTELLIGIBLE* *INNOCENT MAN*, CAUGHT IN A MACHINE...TO HIS DEATH.

EITHER WAY, I'M NOT TOO HAPPY ABOUT IT.

★STRATEGIC HAZARD INTERVENTION ESPIONAGE AND LOGISTIC DIRECTORATE.
-- DANNY

THAT'S WHERE THE CASADAS LIVE... WHERE I USED TO BOARD BEFORE MRS. CASADA AND THE REST OF THE WORLD FOUND OUT I WAS THE SANDMAN.

DOCTOR OCTOPUS THREATENED TO *KILL* THEM IF I DIDN'T FOLLOW HIS ORDERS AND JOIN UP WITH HIS GROUP, THE *SINISTER SIX*.

WELL, I ENDED UP *BETRAYING** HIM, SO I LIKE TO CHECK IN ON THEM FROM TIME TO TIME TO MAKE SURE THEY'RE OKAY.

OCK CAN BE A VERY DANGEROUS MAN.

BAM

OH NO...

NO!!

* SEE AMAZING SPIDER-MAN #s 334-339.--DANNY

No!

YOU MONSTER--YOU ANIMAL--! HOW COULD YOU DO IT?! THEY WERE NOTHING TO YOU-- NOTHING.

TURNING MY BODY TO GLASS WASN'T ENOUGH FOR YOU? YOU HAVE NOTHING TO GAIN FROM THIS!

NOTHING.

BEWARE, OCK! YOU'VE GOT THE SANDMAN HATING YOUR GUTS!

IT'S TIME THAT SOMEONE TEACHES YOU A THING OR TWO ABOUT FEAR.

I'M COMING FOR YOU, OCTOPUS-- AND I WON'T STOP UNTIL YOU'RE DEAD!!

MAYBE YOU DID GET ONE THING OUT OF THIS-- YOU'VE GOT ME MAD. MAD ENOUGH TO COME AFTER YOU.

AT LAST!! I'VE BEEN SEARCHING FOR THESE ADAMANTIUM ARMS FOR YEARS! I HAD THEM MADE WHAT SEEMS LIKE A LIFE-TIME AGO * AND I NEVER GOT THE CHANCE TO ACTUALLY USE THEM.

FINALLY, AFTER SEEMINGLY ENDLESS SEARCHING THEY'RE MINE AGAIN--

--AND NOTHING CAN STOP ME NOW!

DAREDEVIL, CAPTAIN AMERICA, MR. FANTASTIC AND ESPECIALLY SPIDER-MAN-- THEY'LL ALL FALL BEFORE ME! I'VE GOT THE POWER TO CRUSH THEM ALL!

AT LAST I'VE GOT THE POWER TO CRUSH THEM ALL!

AT LAST-- DOCTOR OCTOPUS WILL BE TRIUMPHANT!

I TAKE IT YOU'RE PLEASED WITH MY LITTLE ACQUISITIONS?

QUITE.

THEN THERE'S A CERTAIN MATTER OF PAYMENT--

YOU'LL GET YOUR MONEY, OLD MAN, JUST AS SOON AS I OBTAIN IT.

PATIENCE IS NOT ONE OF MY VIRTUES. AND I DON'T LOAN THINGS OUT ON "SPEC"--IT'S JUST NOT GOOD BUSINESS.

I'M AFRAID I'LL HAVE TO INSIST ON MY PROPERTY'S RETURN UNTIL YOU CAN PROCURE SAID FUNDS.

* WAY BACK IN DAREDEVIL #165. --DANNY

FAIR ENOUGH.

TAKE THEM.

KRUNCH

AH, GOOD. A BACK-UP SECURITY SYSTEM. MORE ROBOTS FOR ME TO DESTROY!

I CAN TEST MY NEW-FOUND POSSESSIONS.

HA HA HA HA HA!

COME AND GET ME!

I'VE NEVER FELT MORE *ALIVE!* LIKE I COULD TAKE ON THE WORLD!

LOOK OUT, WORLD...

THERE'S BEEN A WHOLE NEW *DOCTOR OCTOPUS* BORN HERE TODAY. ONE THAT HAS THE *POWER* TO BE THE MASTER OF YOU ALL!

THIS IS WHAT I WAS MEANT TO BE--*OMNIPOTENT!* *THIS* IS MY DREAM AND MY DESTINY--TO BE *FOREVER* THE MOST *POWERFUL* MAN TO EVER WALK THE FACE OF THE *EARTH!*

KRAKA-RAK!

KRAK!

WITH THESE ARMS IN MY HANDS, I CAN *CRUSH* ANY FOE. EVEN *GODS* LIKE *THOR* OR BRUTES LIKE THE *HULK* WILL FALL TO MY NEWFOUND MIGHT.

THERE'S NO *STOPPING* ME *NOW!*

WELL...

...THAT WAS FUN.

I THINK IT'S SAFE TO SAY THEY WORK. I NEED *MORE*. MY PLANS REQUIRE MORE THAN THE ADDITION OF TWO PAIRS OF INDESTRUCTIBLE ARMS.

TRUE, I'M THE MOST POWERFUL I'VE EVER BEEN--BUT IT'S NOT *ENOUGH*.

I'LL NEED *MEN*, PEOPLE UNDER ME THAT I CAN COMMAND-- POWERFUL PEOPLE. I CAN UNEQUIVOCALLY ASSUME THAT THERE'S *NOBODY* I CAN TRUST. BUT PERHAPS THERE ARE SOME I CAN *MOLD*, MANIPULATE TO DO MY BIDDING.

AND IF I'M GOING TO LEAD A REVOLT I'LL NEED WEAPONS.

WITH THE OLD MAN OUT OF THE WAY I'VE GOT FULL ACCESS TO ALL OF HIS ACCUMULATIONS. I MUST HAVE *MORE*.

IT WILL TAKE A GREAT DEAL OF *FIREPOWER* TO *REALIZE* MY *OBJECTIVE*.

MY GOALS ARE AMBITIOUS. IT'S TIME THAT THEY BECAME *REALITY*. SOON, THE *WORLD* WILL BE *MINE*.

PETER, I JUST GOT OFF THE PHONE WITH MY **AGENT**. I'M THE LEADING CANDIDATE FOR A **STARRING ROLE** IN THE NEXT **ARNOLD SCHWARZENHEIMER** MOVIE!

YEAH, **APPARENTLY** THE DIRECTOR WANTS ME FOR THE PART IN A **BIG WAY** AND, IF YOU CAN BELIEVE IT, ARNOLD'S A BIG FAN OF THE **SOAP** THAT I ACT ON.

COOL.

YOU **KNOW** I LOVE A GOOD SCHWARZENHEIMER FLICK.

OH, UH.... THERE IS ONE THING I DIDN'T MENTION.

I'D BE PLAYING A... LADY OF THE **NIGHT**... AND THERE WOULD BE SOME **NUDE** SCENES INVOLVED. WITH **ME**, THAT IS.

WOW! REALLY?

oh.

I DON'T THINK I'M TOO COMFORTABLE WITH THAT.

WE HAVE LITTLE PRIVACY IN PUBLIC *AS IT IS*, WITH YOU BEING RECOGNIZED ALL THE TIME. BUT, GEE, MJ, I DON'T WANT EVERY GUY ON THE *PLANET* TO BE FAMILIAR WITH EVERY CONTOUR OF YOUR--

I *KNEW* IT!

IT'S A *BIG* MOVIE AND IT WOULD BE MY *FIRST* MOVIE. I'M NOT GOING TO LET YOU OR ANYONE STAND IN THE WAY OF THAT.

BESIDES, I DON'T EVEN HAVE THE PART YET.

I *KNEW* YOU'D OBJECT TO IT. THIS WOULD BE A HUGE BREAK FOR ME. DOESN'T *THAT* MEAN ANYTHING? A LOT OF FAMOUS ACTRESSES HAVE DONE NUDE SCENES. IT'S EXPECTED.

Y'KNOW, TIGER, SOMETIMES YOU CAN BE A REAL *SQUARE!*

I JUST...

...I JUST DON'T LIKE THE IDEA OF SHARING YOUR NAKEDNESS WITH THE REST OF THE *WORLD*. MAYBE I'M BEING SILLY, BUT I'D REALLY RATHER KEEP THAT PART OF YOU TO MYSELF.

BESIDES, I'D RATHER NOT HAVE GUYS LOOKING AT US *FUNNY--!*

IT'S *MY* BODY AND *MY* CAREER. I CAN'T BELIEVE YOU'RE SUCH A PRUDE. IT'S THE *90's*, PETER...

MARY JANE...!

YOU'RE *COMFORTABLE* WITH THIS? YOU WOULDN'T *REGRET* DOING THIS?

WELCOME BACK, SANDMAN.

YES.

I'M HAPPY YOU COULD *JOIN* US, FRIEND. WE'VE COME TOGETHER AGAIN WITH A COMMON GOAL--TO *ELIMINATE* DOCTOR OCTOPUS. HE *BETRAYED* US, AND *NOW* WE'LL MAKE HIM *PAY*.

I DON'T *CARE* ABOUT YOUR REASONS FOR WANTING REVENGE. YOU'RE *CRIMINALS* AND *I'VE* GONE STRAIGHT. I ONLY CARE ABOUT BRINGING HIM TO *JUSTICE* FOR WHAT HE DID TO THE CASADAS--

--AND RIGHT NOW YOU GUYS SEEM LIKE THE BEST BET FOR *ACHIEVING* THAT GOAL.

YOU'LL *GET* YOUR REVENGE, SANDMAN, AS SHALL WE ALL.

I'M GOING TO THE HOSPITAL TO PAY A VISIT, BUT I'LL BE BACK. *COUNT* ON IT.

THAT WORKED OUT RATHER NICELY, DIDN'T IT?

NOT AS NICELY AS YOU MIGHT *THINK*, "PARTNER."

MRS. CASADA'S ASLEEP NOW.

THE NURSE SAID SHE WAS TALKING A BIT EARLIER. SHE SAID A MAN DELIVERED FLOWERS TO THEIR HOUSE WITH A NOTE SAYING "SANDMAN SHOULD LISTEN TO HIS DOCTOR'S ADVICE." OCTOPUS HAS BOUGHT HIMSELF A *MESS* OF TROUBLE.

BUT I DON'T *TRUST* THE OTHER MEMBERS OF THE SINISTER SIX.

THINK I'LL GET MYSELF A *BACK-UP* MAN-- JUST IN CASE THINGS DON'T GO AS SMOOTHLY AS MY "*PALS*" SEEM TO THINK THEY WILL.

YOU *REALLY* KNOW HOW TO GET TO ME, MARY JANE. CALLING ME A SQUARE REALLY BURNS ME UP. EVEN AFTER ALL THESE YEARS.

GUESS I NEVER REALLY GOT OVER THE RIDICULING THAT I RECEIVED IN HIGH SCHOOL. THOSE INSECURITIES ARE *STILL* THERE AND ALL IT TAKES IS A LITTLE *NUDGE* TO BRING THEM BACK UP TO THE SURFACE.

GETTING BITTEN BY A *RADIOACTIVE SPIDER* AND JOINING THE LONG UNDERWEAR CHARACTERS' UNION HASN'T CHANGED A *THING.*

WELL, WHAT HAVE WE HERE?

WHY, IT'S MY FAVORITE *BEACH BOY!* SAY, DON'T YOU HAVE ANY *OTHER* CLOTHES?

SPIDER-MAN! I'D *HOPED* THAT IF I HUNG AROUND THE *DAILY BUGLE* I'D FIND YOU.

I WASN'T *LOST.*

I NEED YOUR *HELP.*

MEMBERS OF THE SINISTER SIX WHO DOCTOR OCTOPUS *BETRAYED* ARE TEAMING UP TO TAKE HIM *DOWN.* I'D LIKE YOU TO TAG ALONG AND MAKE SURE THEY DON'T DOUBLE CROSS *ME.*

I CAN *UNDERSTAND* THOSE SPANDEX-CLAD SIMPLETONS GOING IN FOR THAT KIND OF TOMFOOL-ERY, BUT WHAT DID ROY ORBISON'S EVIL TWIN DO TO GET *YOU* SO RILED UP?

OCK HURT MY *FRIENDS*-- AND I'M GOING TO SEE THAT HE *PAYS.*

ARE YOU *SURE* THIS IS THE PLACE?

THIS IS *IT*, ALL RIGHT.

I PRACTICALLY *KILLED* A GUY TO GET THIS INFORMATION.

WE'LL SURPRISE 'IM ALL AT ONCE! HE'LL NEVER KNOW WHAT *HIT* 'IM!

GOLLY, I JUST *LOVE* A PARADE.

I GUESS THIS'S THE *PRELUDE* TO THE BIG "COSTUMED BUFFOON APPRECIATION DAY" JUBILEE.

IT'S TOO BAD I CAN'T HAUL OUT MY *CAMERA* AND MAKE A FEW BUCKS AS ACE PHOTOG, PETER PARKER, BUT SINCE I'M THE ONLY GUY SAND-MAN TOLD ABOUT THIS MEETING, HE *MIGHT* PUT TWO AND TWO TOGETHER.

IT IS KIND OF UNLIKELY, THOUGH. A ROCKET SCIENTIST HE *AIN'T.*

WELCOME TO MY HUMBLE ABODE. I'VE BEEN EXPECTING YOU.

HAVE ANY TROUBLE *PARKING?*

OOPS.

FUNNY. THAT'S JUST WHAT I WAS GOING TO SAY TO YOU!

=Sheesh= THEY'RE LAYING IT ON A BIT THICK!

GIVE IT UP, OCTOPUS. IT'S ALL OVER.

Uh-oh. SPIDER-SENSE WARNING ME OF DANGER--!

I THINK I'M IN BIG TROUBLE!

Next: BIG TROUBLE! FEATURING SURPRISE GUEST ★ STARS GALORE!

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REVENGE OF THE SINISTER SIX: PART TWO

SPIDER-MAN®

STAN LEE PRESENTS:

SINISTER

WHOEVER'S UP THERE IS MOVING. IS HE WATCHING *ME* OR THE *SINISTER SIX*... OR *BOTH*?!

I'VE GOT A *BAD FEELING* ABOUT ALL THIS!

YOU'RE *NUTS*, OCTOPUS!

ERIK J. LARSEN
AUTHOR/ILLUSTRATOR

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LETTER ARTIST

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WRIGHT
COLOR ARTIST

DANIEL J.
FINGEROTH
BLUE PENCIL ARTIST

THOMAS P.
DEFALCO
BIG BLUE PENCIL ARTIST

YOU'VE COME FOR *REVENGE*. WELL, YOU CAN *FORGET* THAT.

I'VE GOT A *DIFFERENT* AGENDA.

JOIN ME, OR *DIE*.

DON'T MAKE ME *LAUGH!*

:AAIGH!:

:UNNGH!:

I WON'T.

AS FOR YOU, SAND-MAN...

UH...

WHAT ARE *YOU* DOING HERE?

YOU'RE GOING TO *PAY* FOR WHAT YOU *DID*, OCTOPUS!

I WOULDN'T DO THAT IF I WERE YOU --

--OR HAVE YOU FORGOTTEN ABOUT THAT FAMILY YOU LIVED WITH... ?

YOU'VE HURT THEM ENOUGH ALREADY...

NOW YOU'RE GOING TO *DIE!*

"HURT THEM ENOUGH"... ?

WHAT ARE YOU YAMMERING ABOUT ?

THAT LOOK ON HIS FACE... HE REALLY *DOESN'T* KNOW WHAT I'M TALKING ABOUT.

SORRY, DOC. GUESS I WAS WRONG ABOUT YOU.

BUT THAT MEANS--

--IT WAS *YOU!!*

YOU BLEW UP THEIR HOUSE SO I'D HELP YOU IN YOUR *REVENGE SCHEME!*

I KNOW THE *TRUTH* NOW...

...AND YOU'RE GOING TO...

OH, CLAM UP.

FZZAKKK

SAND *DOES* MAKE LOVELY GLASS STATUARY, DON'T YOU THINK?*

*REMEMBER THIS WEAPON OF DOC'S FROM ASM #339? --D.

SANDMAN UNDER-ESTIMATED ME. AS YOU ARE DOING.

CONTINUE YOUR FUTILE EFFORTS AND FACE *HIS* FATE.

I MEAN IT.

YOU'RE NOT GOING TO GET *ANY MORE TOYS* IF YOU KEEP BREAKING THE ONES YOU HAVE.

NOW, DID YOU GET THAT ANSWER ON YOUR *OWN*--

--OR DID YOU ASK ONE OF THE OTHER GUYS FOR HELP?

YOU'RE OUT OF YOUR LEAGUE THIS TIME, YOU COSTUMED CRETIN.

I *KNEW* LETTING YOU BOYS THROW A PAJAMA PARTY WAS A BAD IDEA.

SPIDER-MAN!

THAT'S *RIGHT!*

YEAH, YEAH.

SOK!

GOTTA DODGE OCK'S... WHOOPS!

GREAT. I'M HOPELESSLY OUTNUMBERED. AND WITHOUT MY SPIDER-SENSE TO WARN ME OF *DANGER*-- I'M A GONER.

HOBBY DOESN'T KNOW IT...

OOOF!

I HEAR THAT ALL THE TIME.

WHAT ARE *YOUR* THOUGHTS ON THE MATTER, EGG-NOGGIN?

KAFF! KAFF!

DIDN'T YOU SEE THE "NO SMOKING" SIGN?

SPING!

I'LL PEG HOBBY WITH A *SPIDER-TRACER*...

AND GET THE HECK *OUTTA HERE!*

OH, SURE, FEIGN UNCONSCIOUSNESS JUST 'CAUSE YOU'RE STUCK FOR A GOOD ANSWER.

HERE'S SOME *GAS* I GOT FROM THE ORIGINAL HOBGOBLIN.

LET'S SEE HOW YOU LIKE IT.

...BUT THAT'S THE GAS THE GREEN GOBLIN USED TO KNOCK OUT MY SPIDER-SENSE!*

*FIRST USED IN AMAZING SPIDER MAN #39. -- DANNY

I CAN ALWAYS COME BACK *LATER* IF I GET IN THE *MOOD* FOR MULTIPLE FRACTURES.

OOPS.

LOOKS LIKE WE WOKE UP THE NEIGHBORS.

I THOUGHT I TOLD YOU BOYS TO TRY AND KEEP IT DOWN!

WHAT IN...?

SMASH!

KNOCK, KNOCK.

OH, LORDY, IT'S THE *HULK!*

NO, NO, NO.

YOU'RE SUPPOSED TO SAY, "WHO'S THERE?"

GET WITH THE PROGRAM.

LETTUCE LIPS!

NICE OF YOU TO DROP BY.

I COULDN'T SLEEP.

WHAM!

BY THE WAY...

WHY WERE YOU UP ON THE ROOF EARLIER?

LOSE SOMETHING?

I WAS LOOKING FOR MY FRISBEE.

ACTUALLY, THE PANTHEON SENT ME TO STOP OCK AFTER DELPHI FORESAW HIM TAKING OVER THE WORLD. BUT I CAN'T TELL SPIDER-MAN *THAT*.

FZZZABLAKKK!!!

YOU'RE *DUST*, GREEN MAN.

WOULD YOU KNOCK IT OFF?

YOU'RE AN *ANNOYANCE*.

THERE WAS A TIME WHEN I'D HAVE RIPPED YOU IN HALF FOR *THAT*.

PLINK!

HOWEVER, *THESE* DAYS I'M MORE *CIVILIZED*.

I'LL SETTLE FOR JUST GIVING YOU THE *FINGER*.

SEE WHAT *HAPPENS* WHEN YOU GO GETTING A BUNCH OF GUYS TOGETHER?

I GET ANOTHER GUY--

--AND PRETTY SOON...

...WE SPEND THE *ENTIRE EVENING* IN A MINDLESS *SLUGFEST*!

PAF!

AND WE *ALL* END UP MISSING THE SIMPS --

AKKK!

HOW ANYBODY IN THIS BIZ SURVIVES *WITH-OUT* A SPIDER-SENSE IS BEYOND ME.

IT'S *LATE*.

Smekk

GO BACK TO SLEEP.

NO *QUIPS*, SPIDER-MAN?

NO *CLEVER* REPARTEE?

I THOUGHT NOT.

CHOOK!

BRAK!

IT'S *NO* LAUGHING MATTER.

YOU'RE GOING TO *DIE*, SPIDER-MAN.

I'M GOING TO KILL YOU.

CHOOM!

BLAM!

IT LOOKS LIKE HE JUST *MIGHT*, TOO.

AND I MUST SAY...

...IT'S *ABOUT* TIME.

THE ADAMANTIUM ARMS THAT OCK STOLE ARE QUITE *FORMIDABLE*.

STILL, PHYSICALLY, OCK'S A NORMAL MAN. ONE *BLOW* TO THE *HEAD* SHOULD END THIS.

THAT *LIGHT!* BLAST! ELECTRO RECOVERED SOONER THAN I EXPECTED.

MY *TRIUMPH* IS LONG OVERDUE.

AS IS YOUR *DEATH*.

:URK:

YOURS *TOO*, FOR THAT MATTER.

MY, MY, WHAT A LARGE *SHADOW* YOU CAST.

DEAD GIVEAWAY.

IT'S YOUR TURN TO DANCE, MONSTER.

PARDON ME WHILE I THROW OUT THE RUBBISH.

I DON'T WANT TO BE TRIPPING OVER THIS *CORPSE* ALL NIGHT LONG.

WELL, YOU'VE GOT ME.

I SUPPOSE IT'S THAT TIME IN THE PROCEEDINGS WHEN YOU *TELL* ME ALL ABOUT YOUR *MASTER PLANS.*

OR PERHAPS YOU'D RATHER *REGALE* ME WITH A *FASCINATING* RETELLING OF YOUR *ORIGIN -- HMMM ?*

I THINK I LIKED YOU *BETTER* AS THE THICK-WITTED CLOD WHO RAN AROUND THE MID-WEST IN TORN TROUSERS YELLING "HULK WILL SMASH."

IT'S OVER, HULK.

THERE'LL BE NO ONE TO RESCUE YOU.

NO INTERFERENCE.

IT'S JUST YOU AND ME.

AND NO CHILDISH TRICKS WILL SAVE YOU.

RIGHT. GOTCHA.

BY THE WAY, YOUR FLY'S OPEN.

:TSK:

RUNCH!

ADMIT IT, YOU'VE THOUGHT YOU COULD TAKE ME ON EVER SINCE WE ALMOST WENT AT IT, IN THE HOSPITAL WHEN REED RICHARDS' WIFE MISCARRIED.*

* IN FANTASTIC FOUR #268:- SPIDER DAN

ACTUALLY THE THOUGHT *WASN'T* KEEPING ME UP NIGHTS.

KRAKK!

OOOF!

HRUNKK!

UNNGH!

FRAKK!

CRUNKK!

POW!

WUMP!

KRAAKK!!

RAOK!

WHAT IS IT?

IT'S THE *POLICE*--WE'RE SURROUNDED!

THEY'RE GOING TO *SHOOT*!

YOU'VE GOT *NO* LEVERAGE.

MY ARMS ARE *UNBREAKABLE*.

AND THEIR POWER SOURCE IS VIRTUALLY *LIMITLESS*.

YOU'LL NOT BE WINNING *THIS* ONE.

KRAKOOM!

I SUPPOSE YOU'LL BE WANTING TO *ESCAPE* THE INCOMING HAIL OF BULLETS.

GUYS, WE'D *BETTER* DO IT.

OKAY, OCK, YOU *WIN*.

WE'LL *JOIN* YOU -- FOR *NOW* AT LEAST.

EXCELLENT. WE'LL TALK *CONTRACTS* LATER.

WE'RE OFF, THEN.

BUT WE MUSN'T FORGET OUR OLD PARTNER, SANDMAN.

HE MAY YET COME IN HANDY

YEAH, AS A *PAPER-WEIGHT.*

YOU MAY HAVE SAVED OUR NECKS THIS TIME, OCK. BUT YOU *BETRAYED* US BEFORE.

YOU *CAN'T* EXPECT US TO *TRUST* YOU.

AND THE MONEY YOU PAID ME EARLIER TO RECRUIT THESE CREEPS PUTS *ME* AHEAD OF *THEM*.

I WAS *FOOLISH* BEFORE.

I DIDN'T SEE HOW WE COULD *ALL* BENEFIT.

I DO NOW.

BUT WE NEED *WEAPONS.*

SO YOU DON'T TRUST ME AND I DON'T TRUST YOU.

AT LEAST WE'LL ALL KNOW WHERE WE *STAND.*

THAT PUTS US MILES AHEAD OF *MOST* BUSINESS RELATIONSHIPS.

YOU'VE SEEN HOW PITIFUL YOUR POWERS ARE AGAINST A MIGHTIER OPPONENT. WE'LL BE FIGHTING A WAR.

WE'LL NEED *MORE.*

WEAPONS MORE POWERFUL THAN YOU CAN IMAGINE.

OUR NEXT STEP IS TO RAID AN ARSENAL OF SUCH WEAPONS--

--IN ANOTHER DIMENSION!

CHA-BOOM!

"AND HEAVEN HELP THOSE...

"...WHO GET IN OUR WAY!"

"REVENGE" CONTINUES NEXT ISSUE! BUT THERE'S LOTS MORE SPIDER-MAN ACTION IN THIS ISSUE! WHY TWO STORIES THIS MONTH? CHECK THE LETTERS PAGE FOR THE ANSWER TO THAT QUESTION!

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GUEST-STARS: HULK!® DEATHLOK!™ NOVA!™ SOLO!™

SPIDER-MAN

REVENGE OF THE SINISTER SIX™ PART THREE

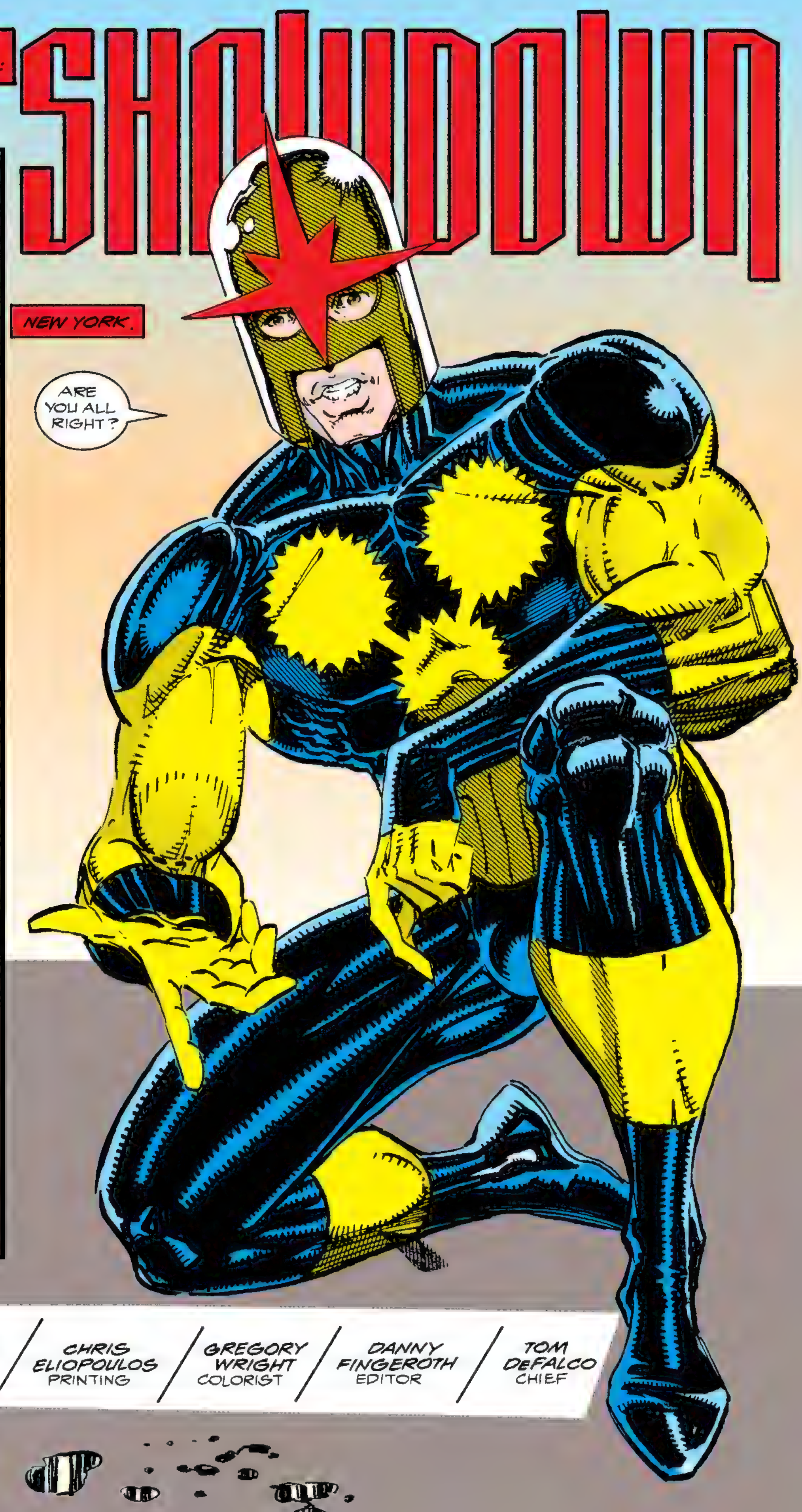
ERIK LARSEN

STAN LEE PRESENTS:

SHADOWOW

NEW YORK.

ARE YOU ALL RIGHT?



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I'VE BEEN *BETTER*, NOVA.

THE SINISTER SIX HAVE GOTTEN BACK TOGETHER. THEY'RE SOME OF THE MOST POWERFUL FOES I'VE FOUGHT *INDIVIDUALLY*.

TOGETHER, THEY KICKED MY BUTT ALL OVER THE PLACE.

:KAFF KAFF: HOW'D YOU *FIND* ME, ANYWAY?

I'VE GOT A *POLICE BAND* RADIO IN MY *HELMET*. THAT LITTLE *FIREWORKS DISPLAY* YOU WERE INVOLVED IN CAUSED QUITE A *STIR* WITH THE BOYS IN BLUE.

I SPOTTED YOU *FLOATING* IN THE *RIVER* USING MY HELMET'S *INFRARED* VISION. FISHED YOU OUT.

ARE YOU *OKAY*? DO YOU NEED A *DOCTOR* OR SOMETHING?

OR SOMETHING. DON'T WORRY, I'LL BE *FINE*.

ARE YOU IN THE MOOD TO HELP ME *DEAL* WITH THESE CLOWNS? I COULD SURE...

WAITASEC! I'VE GOT A *DISTRESS CALL* COMING IN FROM THE *NEW WARRIORS**!

LOOKS LIKE I'VE GOTTA *RUN...!*

I'LL BE IN TOUCH.

YEAH, YEAH.

*FOLLOW NOVA'S ADVENTURES WITH THE SUPER-TEAM OF THE 90'S EVERY MONTH.--DANNY

I DON'T LIKE THIS.

NOT ONE BIT.

THE GOVERNMENT IS WORKING ON A CYBORG PROGRAM.

Affirmative

DAILY BUGLE
SHOPPING MALL MASSACRE.
ARE SPIDER-MAN AND GHOST RIDER RESPONSIBLE?

*LAST ISSUE.--D.

THIS GUY IN THE PAPER IS ONE OF THEM.

IT WAS ONLY BECAUSE I COULD EXERT MY MICHAEL COLLINS PERSONA THAT I'M ABLE TO CONTROL THE DEATHLOK CYBORG.

WILL THESE SUPER SOLDIERS BE ABLE TO DO THE SAME, COMPUTER?

Insufficient data for accurate computation.

NEVER MIND, IT WAS A...

Rhetorical question, affirmative.

SEARCH THROUGH CYBERSPACE FOR A LEAD ON THE MANUFACTURERS OF THIS CYBORG.

THEY WANT TO MAKE CYBORGS LIKE MYSELF--KILLING MACHINES.

IT'S A NEW SUPER SOLDIER PROGRAM.

ONLY NOW IT'S CYBORG SUPER SOLDIERS.

SEE IF YOU CAN FIND SOME EVIDENCE THAT WILL LEAD US TO WHERE THEY'RE BUILT.

Running...

I DON'T *LIKE* THIS.

NOT ONE *BIT.*

OCTOPUS AND HIS GANG HAVE CROSSED THE LINE.

IF THEIR PURPOSE WAS SIMPLY A *VENDETTA* AGAINST *SPIDER-MAN,* I COULDN'T CARE *LESS.*

BUT THEY'VE ATTEMPTED TO EXTORT MONEY AND THREATENED PEOPLE'S LIVES IN THE PAST.

AND NOW THEY'VE *KILLED.* THE SINISTER SIX ARE TERRORISTS.

AND WHILE *SOLO* LIVES-- *TERROR DIES!*

THIS PLACE LOOKS LIKE A *BOMB* HIT IT.

IS THAT THE *HULK?*

MAN, WHAT HAPPENED TO *HIM?*

IS HE... *ALIVE?*

I DUNNO.

ENOUGH, ALREADY. GIVE ME SOME *BREATHING* ROOM.

SO, I TOOK A FEW LUMPS* *BIG DEAL!*

THAT WAS JUST THE *FIRST ROUND.*

SPIDER-MAN

* WITH SPIDEY, LAST ISH.--D.

INEVITABLY, GENTLEMEN... HULK *WILL* SMASH!

YOU LOOK *AWFUL*, PETER. HAVE YOU *EATEN*?

ISN'T THERE *SOMEONE* WHO CAN *HELP* YOU?

I *TRIED* THAT, MJ.

THE F.F. AND THE AVENGERS *AREN'T AVAILABLE.*

THE *REST* AREN'T LISTED IN THE DIRECTORY.

IF ONLY *NOVA* DIDN'T TAKE OFF... I COULD SURE *USE* SOME HELP.

AND I GRABBED A COUPLE *BURGERS* ON THE WAY HOME.

YOU...

HOW CAN YOU PUT THAT GARBAGE INTO YOUR BODY?

I *REALIZE* YOU GET ENOUGH *EXERCIZE* THAT YOU DON'T HAVE TO *WORRY* ABOUT *BLIMPING OUT* LIKE *I* WOULD, BUT *STILL*...

YOU'RE FIGHTING FOR YOUR *LIFE*— YOU SHOULD GET SOME *PROPER NUTRITION.*

AUNT MAY! IS THAT *YOU?*

WHAT ARE YOU DOING DRESSED UP AS MY *WIFE, MARY JANE?*

THAT'S NOT *FUNNY*, PETER.

PETER...!

I'M *CONCERNED* ABOUT YOUR HEALTH.

I'M FINE!

YOU'RE IMPOSSIBLE, YOU KNOW THAT ?

YUP.

WHAT CAN I SAY... ?

I'M JUST NOT THE BULGUR AND WHEAT GERM KIND OF GUY.

UH... HAVE YOU SEEN MY SPIDER TRACER TRACKING DOOHICKEY?

BEDROOM CLOSET. TOP SHELF.

OH, AND, UH, WHILE YOU'RE THERE, TIGER... !

YES, MY DEAR ?

CARE TO HELP ME OUT OF MY DRESS?

WHY, CERTAINLY, MRS. PARKER.

SORRY TO BE SO HARD ON... UH, OH. IS THAT THE CORRECT TIME ?

I GUESS SO.

WHY ?

I'VE GOT A SCREEN TEST FOR THAT ARNOLD SHWARZENHEIMER FLICK IN HALF AN HOUR.

OH.

UM... GOOD LUCK.

NUTS.

FWAGSP!!

I SURE WISH MJ WASN'T SO KEEN ON GETTING THIS PART.

I'M NOT TOO THRILLED ABOUT HER DOING NUDE SCENES IN A BIG BUDGET MOVIE.

WELL, WELL, IF IT ISN'T MY *SECOND* FAVORITE INTENSE, GUN-TOTING, LONER.

SPIDER-MAN!

I KNEW THAT BY KEEPING AN EYE ON THE DAILY BUGLE BUILDING, I'D FIND YOU.

SEEMS LIKE THAT'S THE LATEST CRAZE.*

I NEED YOUR HELP.

I WANT THE SINISTER SIX.

AND I WANT THEM *DEAD.*

*SANDMAN DID IT IN ISSUE #18. -DANNY

I WANT THEM *RUN* IN, NOT *DONE* IN. NO WAY AM I HELPING YOU FIND THEM.

WHEN ARE YOU GOING TO *WISE UP?*

THAT'S WHY YOU KEEP HAVING TO FIGHT THESE CLOWNS OVER AND OVER AGAIN.

DO ME A FAVOR, SOLO...

DON'T DO ME ANY FAVORS.

WITH THAT *BUG* ON HIM, I'LL BE ABLE TO *FOLLOW* HIM WHEREVER HE GOES.

LIKE IT OR *NOT*, SPIDER-MAN...

... THE *SINISTER SIX* ARE *DEAD*--

MY SPIDER-TRACKING DEVICE FOLLOWED THE SPIDER-TRACER I PLANTED ON HOB-GOBLIN.

THIS *SHOULD* BE IT.

THEY *SHOULD* BE HERE.

THAT'S A PRIVATE RESEARCH FACILITY DOWN THERE.

FROM WHAT I'VE READ, THEY'VE MADE TREMENDOUS *DISCOVERIES* IN EXPERIENCING OTHER DIMENSIONS.

I DUNNO WHAT OCK AND HIS GANG ARE *AFTER* HERE, BUT I'VE GOT TO STOP THEM.

MY PLAN HINGES ON MY *STEALTH* AND *SPEED*.

STEALTH IS TRICKIER NOW BECAUSE HOB-GOBLIN EXPOSED ME TO A *GAS* THAT *KNOCKED OUT* MY *SPIDER-SENSE* FOR A WHILE SO I CAN'T DETECT *DANGER*.

I'VE GOT TO GET IN THERE AND *BLANKET* THE PLACE WITH *WEBBING* FROM THESE *WEB CANNONS* I CAME UP WITH. 'NCAPACITATE THE WHOLE TEAM.

IT'S THE *ONLY* CHANCE I'VE GOT.

--AND *SOLO'S* THE MAN PULLING THE *TRIGGER*.

HOO-BOY.

HE SAW ME.

TWIP TWIP

NUTS!

THIS IS CRAZY.

GOOD EFFORT!

HOWEVER, I'VE BLOCKED YOUR WEBBING WITH MY ARMS--THEY'RE MADE OF ***ADAMANTIUM*** NOW. AND THEIR ***POWER SUPPLY'S*** SOUPED-UP, TOO.

THEY CAN ***EASILY*** BREAK YOUR WEBBING BEFORE IT FULLY HARDENS...

... AS WELL AS ***TEAR OPEN*** YOUR WEB FLUID STORAGE CONTAINERS.

FWIP SHKK

NOT!

SPIDER-MAN!

HOW NICE OF YOU TO DROP BY. YOU'RE LOOKING BETTER.

FASHOOF!

POOF POOF

DON'T WORRY, SPIDER-MAN--!

SOLO IS HERE!

AND WHILE I LIVE, TERROR DIES!

BRAKA BRAKA BRAKA

I DON'T HAVE *TIME* FOR THESE TIRESOME ANTICS!

THEY'RE *YOURS*, MYSTERIO.

BUDDA BUDDA BUDDA

UNNGHH!

THUKK THUKK THUKK

YOU *KNOW*, OCK...

...I THINK YOUR *OLD* DUDS WERE MORE *EFFECTIVE*.

SNAP SNAP

THERE'S NOTHING QUITE AS *FRIGHTENING*...

... AS THE SIGHT OF AN OVERWEIGHT MIDDLE-AGED MAN IN *TIGHTS!*

WHAM

WALLCRAWLING INSECT, I TIRE OF THIS --

UNNGH!

THAK THAK

BUDDA BUDDA

BRAKAK BRAKAK

thud thud thud

DIE! DIE!

DIE!

I GUESS THAT'S ALL, FOLKS!

OCK...

NICE EFFECT, MYSTERIO. VERY NICE.

YOU MADE SOLO BELIEVE THAT WE HAD BEEN *DEFEATED* INSTEAD OF SEEING *US* BEAT *SPIDER-MAN.*

AND WHILE WE GO TO GATHER WEAPONS FROM ANOTHER DIMENSION...

"... IN ME."

DIE, OCTOPUS.

"... HE BELIEVES THAT HE'S PUTTING A FINAL BULLET...

HE STILL LIVES.

NOT FOR LONG.

CONTINUED NEXT ISSUE! (BUT THERE'S MORE SPIDER-ACTION IN *THIS* ISSUE!)

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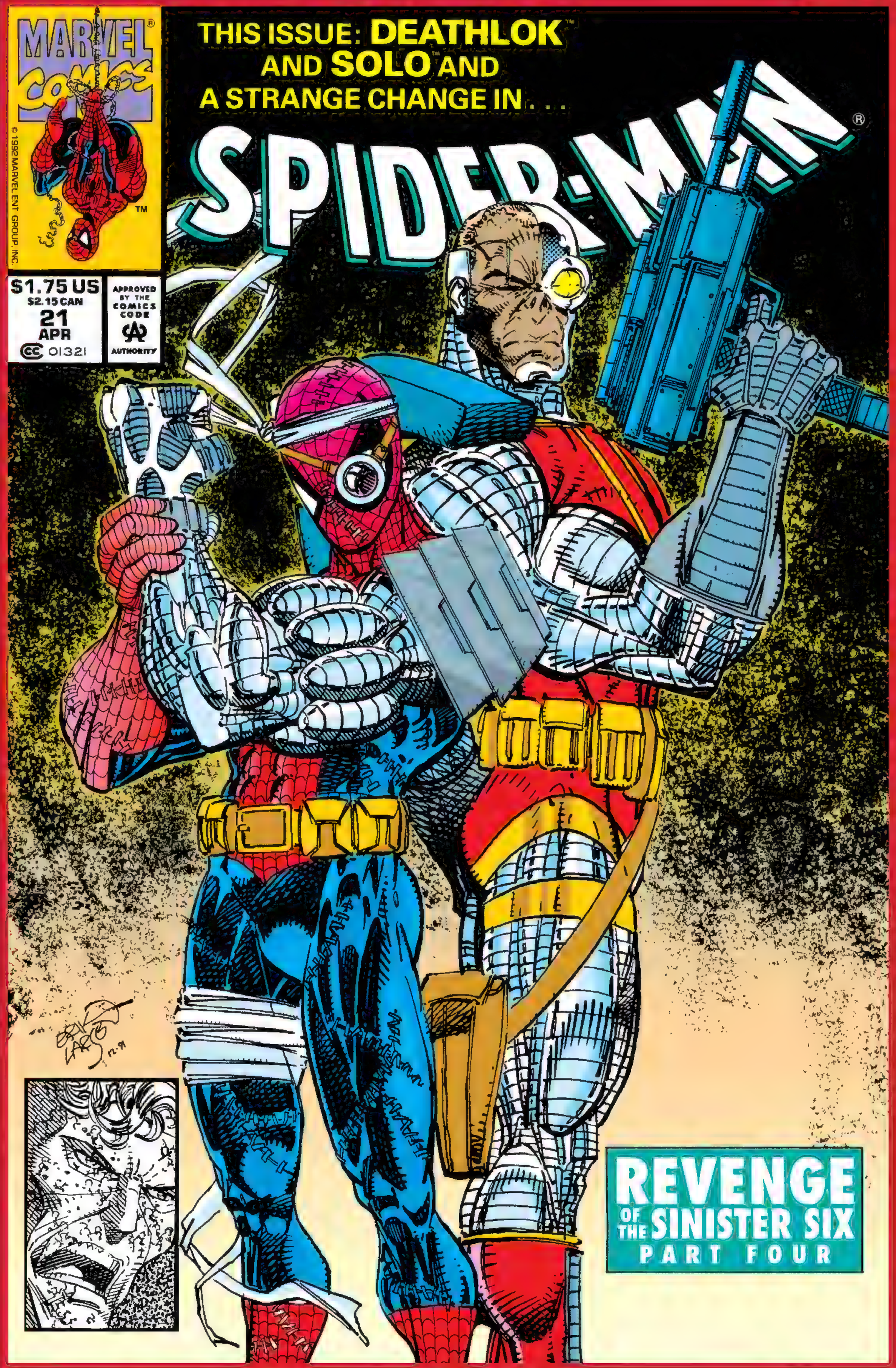
THIS ISSUE: DEATHLOK™ AND SOLO™ AND A STRANGE CHANGE IN. . .

SPIDER-MAN®



REVENGE OF THE SINISTER SIX PART FOUR

STAN LEE PRESENTS :

DEALING ARMS

ERIK LARSEN STORY & PICTURES
CHRIS ELIOPOULOS LETTERS
JOE ROSAS COLORS
DANNY FINGEROTH EDITS
TOM DEFALCO EDITOR IN CHIEF

THE SUPER-VILLAIN, **MYSTERIO**, HAS USED HIS **ILLUSION** CASTING CAPABILITY TO MAKE **SOLO** BELIEVE THAT THE UNCONSCIOUS, BLEEDING FORM OF **SPIDER-MAN** IS INSTEAD **DOCTOR OCTOPUS**.

UNFORTUNATELY, FOR **SPIDEY**, THE VIGILANTE INTENDS TO **KILL DOCTOR OCTOPUS**.

FWOP!

EEEAARGH!

FWOP!

FWOP!

BLASTED BACK-SHOOTING--!

BRAK!

BRAK!

BRAK!

LET'S SEE HOW YOU LIKE IT!

FWOP!

FWOP!

FWOP!

THAK!

THAK!

THAK!

FWOP!FWOP!FWOP!FWOP

HE'S TAGGED ME WITH A COUPLE OF GOOD SHOTS. KELVAR'S HOLDING UP SO FAR, BUT I'M RUNNING LOW ON MAJOR FIREPOWER AND HAVEN'T HURT HIM SQUAT.

FASP! FASP! FASP! FASP! FASP! F

UNNGH! UNNGHH!

HUUANGHH! UNNGHH!

;GASP; LASERS TOOK OUT MOST REMAINING WEAPONS... CUT ME UP BADLY... ;HNNGH;... LOSING A LOT OF BLOOD. NO WIN SITUATION. GOT TO TELE-PORT OUT OF HERE AND CUT MY LOSSES. ;HUAGH. HUNGHH.; BLASTED--!

FAAB!

MYSTERIO MADE SOLO **BELIEVE** HE'D **KILLED** THE SINISTER SIX AND THAT THE NEW JERSEY BUILDING THEY WERE IN HAD BEEN **DESTROYED**. THE BUILDING **STANDS** AND THE VILLAINS **LIVE**.

YOU **BETRAYED** US BEFORE, OCTOPUS, WHY SHOULD WE TRUST YOU **NOW** WITH OUR VERY **LIVES**?

YES, WHY SHOULD...

GEEZ, FELLAHS, WHAT'S IT *TAKE*?

I'M WITH YOU, DOC.

MUST WE GO THROUGH THIS **SAME** TIRESOME DEBATE **AGAIN**?

IF I INTENDED TO **KILL** YOU, I'VE HAD **PLENTY** OF OPPORTUNITIES TO DO SO **CLEARLY**, THAT IS **NOT** THE CASE.

TRUE **ENOUGH**, OCTOPUS, AND YOU'VE **SAVED** OUR **LIVES**, **TOO**. BUT THEN WE HAVE **NO IDEA** WHAT TO EXPECT IN THE OTHER **DIMENSION** WE'RE PREPARING TO ENTER.

YOU WORRY TOO MUCH.

FOLLOW ME.

PETER--?

PETER ARE YOU HERE?

MANHATTAN.

HE DIDN'T MAKE IT HOME LAST NIGHT.

SOMETIMES I GET SO WORRIED. I THINK HE'S FINALLY GOTTEN HIMSELF INTO A SITUATION THAT HE CAN'T GET OUT OF-- THAT BEING SPIDER-MAN HAS FINALLY CAUGHT UP WITH HIM.

AND THAT PETER'S DEAD AND I'M ALONE AGAIN.

OKAY, OKAY, NO NEED TO GO OFF THE DEEP END, IT'S NOT LIKE THIS HASN'T HAPPENED BEFORE. MAYBE DR. STRANGE OR SOMEBODY NEEDED HIM.

STILL, IT'S TIMES LIKE THIS WHEN I REALLY FEEL ROTTEN. PETER AND I HAVE BEEN GOING AT IT LATELY-- HE REALLY DOESN'T WANT ME TO DO THIS ARNOLD SCHWARZENHEIMER PICTURE AND THAT'S BEEN A REAL BONE OF CONTENTION.

HE DOESN'T CARE FOR THE IDEA OF HIS WIFE DOING NUDE SCENES IN A BIG BUDGET PICTURE. STILL, IT WOULD BE A TREMENDOUS BREAK FOR ME TO DO THIS MOVIE, AND I WANT TO DO IT.

IT REALLY SEEMS TO BOTHER HIM THOUGH.

SEEMS LIKE A PRETTY PETTY DISAGREEMENT NOW, WHEN HE COULD BE IN DANGER...

WHOOPS, LOOK AT THE DATE!

PETE'S BIRTHDAY IS COMING UP SOON AND I HAVEN'T EVEN STARTED PLANNING OR SHOPPING FOR IT YET.

WHAT'S HAPPENED TO ME?

I'VE BEEN TURNED INTO SOME KIND OF CYBORG--!

I THINK I'M GOING TO BE SICK.

AH, YOU'RE AWAKE. GOOD.

THIS HAD BETTER BE A **GAG** FOR ONE OF THOSE **BLOOPER** OR **PRACTICAL JOKE** SHOWS OR I'M GOING TO BE **REALLY** STEAMED.

RELAX SPIDER-MAN, YOU'RE AT **CARE LABS** IN MANHATTAN, A GOVERNMENT OWNED FACILITY. I'M **OSCAR McDONNELL,** THE HEAD GUY AROUND THESE PARTS.

YOUR ARM IS IN A **CAST**--YOU HAD A HAIR-LINE FRACTURE. THIS CAST WILL ALLOW YOU TO MAIN-TAIN **FULL FUNCTION** WHILE ALLOWING IT TO HEAL AT AN **ACCELERATED** RATE.

THAT'S A RELIEF! HOW DID I **GET** HERE?

STRANGELY ENOUGH, IT WAS **CYBORG X** WHO BROUGHT YOU IN.

EVERYBODY'S PUTTING X'S IN THEIR NAMES THESE DAYS.

OKAY, I'LL **BITE**... WHO'S CYBORG X?

I BELIEVE YOU REFERRED TO HIM AS "A **PSYCHOTIC TRANSFORM-ER**" OR "**DESTRUCTIVE SHAPE-CHANGING PSYCHOPATH.**" AT LEAST THAT'S WHAT THE TRAN-SCRIPTS OF HIS MEMORY BANK MAIN-TAIN.

HE'S THE **CYBORG** YOU MET IN THAT SHOPPING CENTER A COUPLE OF DAYS AGO. HE'S THE **FIRST** IN A LINE OF A NEW BREED OF **SUPER-SOLDIERS**... A **CAPTAIN AMERICA** FOR THE **90'S.** AT LEAST THAT WAS THE **PLAN.**

ISSUE # 18.
--DANNY

AN UNFOR-TUNATE **ACCIDENT** DURING HIS **TESTING** LED TO A MAJOR **MAL-FUNCTION** IN HIS **COMPUTER PROGRAM-MING.**

MOST OF X'S **SENSES** ARE SUPPLIED **BY** THAT **PRO-GRAM** AND WITH IT TEM-PORARILY **SCRAMBLED,** HE WAS **FLASH-ING BACK** TO THE LAST FEW HOURS PRIOR TO HIS "**DEATH**" IN THE RECENT GULF WAR BEFORE WE REBUILT HIM.

HIS **SIGHT** WAS REDUCED TO LITTLE MORE THAN A **BLUR** AND HIS **HEAR-ING** WAS A PIERCING **WHINE** OF **FEEDBACK.**

HIS COMPUTER LOCKED ONTO YOUR **DIS-TINCTIVE** BIO-RHYTHM. AS HIS COM-PUTER WAS ABLE TO START **REASSEM-BLING ITSELF** IT SEARCHED YOU--ONE OF THE FEW THINGS HE **REMEMBER-ED**--OUT, AS A **HOPE** THAT YOU'D BE ABLE TO **HELP** HIM

YOU WERE IN **DANGER,** SO X SAVED YOUR **LIFE.** BY THAT POINT X'S **VISION** WAS FUNCTIONING AGAIN SO THE **HUMAN** POR-TION OF X **RECOGNIZED** YOU. **LUCKILY** FOR **YOU,** HIS COMPUTER WAS REPAIRING IT-SELF **QUICKLY** AND HE WAS ABLE TO FIND **HOME** AND **BRING** YOU HERE. YOU'D LOST A LOT OF **BLOOD**...

YOUR **BIO-RHYTHM** INFORMATION HAS BEEN **DUMPED** FROM CYBORG X'S PROGRAMMING. WE DID ALL OF OUR **PATCH-WORK** ON YOU **WITHOUT** REMOVING YOUR **COSTUME**, SO YOU CAN **REST ASSURED** THAT WHATEVER **SECRETS** YOU HAVE, WE **DON'T.**

WE EVEN REPLACED YOUR DAMAGED EYEPIECE.

I TRY TO **INSTILL** WITHIN MY PEOPLE A LARGE DEGREE OF SIMPLE **TRUSTWORTHINESS.** THE U.S. GOVERNMENT HAS BEEN TAKING A **BAD RAP** EVER SINCE THE WHOLE **WATERGATE** SCANDAL AND I'M DOING **MY** PART TO TRY TO **RESTORE** THE NOTION OF AN HONEST GOVERNMENT.

OUR **PRIMARY** GOAL IS TO COME UP WITH NEW **WEAPONS** FOR THE MILITARY EFFORT. ALSO, WE'RE LOOKING TOWARD DEVELOPING SUPER HEROES OF OUR **OWN.** CYBORG X IS THE **FIRST** SUCH EFFORT FROM **THIS** FACILITY. STEPS ARE BEING TAKEN NOW TO **ASSURE** THAT THE INCIDENT THAT HAPPENED THE OTHER DAY **DOESN'T** HAPPEN **AGAIN.**

ANY QUESTIONS?

PLENTY.

ABOUT THIS X GUY. **WHO WAS HE?** DO HIS **PARENTS** OR FRIENDS KNOW HE'S ALIVE? **WHO** SAID YOU COULD DO WITH HIM WHAT YOU'VE **DONE?** **WHAT'S** BEING DONE TO **HELP** THE PEOPLE HE **HURT** DURING HIS **RAMPAGE?**

ALSO, **HOW** DO **I** KNOW YOU **ARE** WHO YOU **SAY** YOU **ARE** AND **WHY** SHOULD I **TRUST** YOU?

DO YOU KNOW WHERE I CAN GET A **STICKY BUN** OR A BOWL OF **CAPTAIN CRUNCH** OR SOMETHING? I'M **FAMISHED!**

CARE LABS COVERS THE BETTER PART OF A **CITY BLOCK** AND EXTENDS A FULL **TEN STORIES** BELOW GROUND LEVEL. MUCH OF OUR WORK HERE IS CONSIDERED **CLASSIFIED.** I'M ALLOWING YOU MORE ACCESS BECAUSE OF YOUR STANDING AS A RESERVE **AVENGER** AND YOUR WORK WITH **NICK FURY** AND **CAPTAIN AMERICA.**

THE GOVERNMENT WILL BE TREATING THIS AS A **NATIONAL DISASTER** AND THEY'LL BE MAKING **RESTITUTION** TO THE VICTIMS AS **SOON** AS **HUMANLY POSSIBLE.** HIS **REAL** NAME IS **CLASSIFIED.** HE GAVE US THE AUTHORITY TO DO WHAT WE HAVE **HIMSELF.** HIS PARENTS AND FRIENDS HAVE BEEN TOLD THAT HE'S **MISSING IN ACTION,** HE HASN'T **WANTED** US TO INFORM THEM OF HIS PRESENT CONDITION YET.

COME WITH ME AND I'LL PROVIDE YOU WITH ANSWERS TO YOUR **OTHER** QUESTIONS.

THE **CAFETERIA** IS THIS WAY, TOO.

I'M RIGHT **BEHIND** YOU.

LOOK, I DON'T MEAN TO BE **RUDE** BUT I'VE GOT PLACES TO **GO** AND PEOPLE TO **SEE.**

THAT CYBORG FELLOW DID A **LOT** OF **DAMAGE** TO A **LOT** OF **PEOPLE** AND **YOU GUYS ARE RESPONSIBLE**-- I'D FEEL MORE **COMFORTABLE** SEEING HIM TURNED OVER TO **S.H.I.E.L.D.** OR SOMETHING.

HEY THERE, STRANGER!

DON'T YOU RECOGNIZE YOUR OLD PAL *DUM DUM DUGAN*?

FURY SENT ME TO CHECK UP ON THESE CLOWNS.

OH, YEAH?

YEP. OTHER THAN THIS RECENT *DISASTER*, THINGS SEEM TO BE GOING JUST FINE.

IT SEEMS I OWE YOU AN *APOLOGY*. I'M SO *USED* TO *SUPER-VILLAINS* BEING BEHIND EVERYTHING THAT MY *PARANOIA LEVEL* IS RELATIVELY HIGH.

I'VE GOTTA RUN. GOOD LUCK.

SEE YA, WEB-HEAD.

THAT SHOULDN'T BE *TOO* MUCH OF A PROBLEM. THEY'RE *ALREADY* HERE. WE WORK TOGETHER *OFTEN*.

OH. I GUESS I SPOKE *TOO SOON*. HOW'S HE DOING?

HE'S GETTING *BETTER*. HOWEVER, CYBORG X'S *MALFUNCTION* WILL SET THIS *PROGRAM* BACK *YEARS*.

GOOD LUCK TO *YOU*, MY FRIEND. BRING THE *CAST* BACK WHEN YOUR ARM HAS *HEALED* -- THOSE THINGS ARE *EXPENSIVE*.

I'M NOT *USED* TO PEOPLE BEING *HELPFUL*. STILL, YA *GOTTA* LOVE A PLACE THAT GIVES OUT *FREE DONUTS*!

I'VE BEEN TOLD YOU'RE QUITE A HUMORIST, BUT IF THAT WAS A JOKE...

SPIDER-MAN!

HAHAHA

HAHAHAHAHAHAHAHA

I'D INVITE THEM ALONG, BUT SOME OF THOSE S.H.I.E.L.D. GUYS ARE AS TRIGGER HAPPY AS SOLO AND I'M NOT ABOUT TO BE RESPONISIBLE FOR THEIR KILLING THE SINISTER SIX.

I WANT THE BAD GUYS STOPPED, BUT I COULDN'T LIVE WITH A BLOODBATH ON MY CONSCIENCE.

I SURE DO NEED SOME HELP FIGHTING THOSE CREEPS, THOUGH. I WONDER IF THE FANTASTIC FOUR ARE HOME YET. *

* OUR HERO CALLED THEM LAST ISSUE WHEN THEY WEREN'T. -- DANNY

WHAT THE...? DEATH-LOK?!

WHAT ARE YOU DOING HERE? I THOUGHT YOU LIVED IN THE FUTURE IN AN ALTER-NATE UNIVERSE!*

* SPIDEY MET THE FIRST DEATHLOK IN THAT VERY LOCATION IN MARVEL TEAM-UP #46. -- DANNY

...I DON'T GET IT.

NEVER MIND.

WHAT'S UP, 'LOK?

I'M **DEATHLOK**, ALL RIGHT, BUT I DON'T BELIEVE WE'VE **MET**. I NEED TO **TALK** TO YOU REGARDING **CARE LABS**.

YOU DON'T **LOOK** LIKE I'VE SEEN YOU **PICTURED**-- WHAT **HAPPENED** TO YOU?

IT'S A **LONG** STORY. THE READERS' DIGEST VERSION IS THAT THE LAB BOYS PATCHED ME UP AFTER I'D BEEN **TRASHED** BY A GANG OF MY OLD FOES CALLED THE **SINISTER SIX**.

WHAT **ABOUT** CARE LABS?

I WAS PUT INTO THIS CYBORG BODY YOU SEE BEFORE YOU **AGAINST** MY **WILL**. I'M A **PACIFIST** AND YET I WAS PUT INTO THE BODY OF THIS **UNSTOPPABLE KILLING MACHINE**. AN OUTFIT CALLED **CYBERTEK** DID THE DIRTY WORK BUT I **FEAR** THE SAME THING MAY BE HAPPENING **HERE**.

I WAS SOMEHOW ABLE TO **EXERT** MY HUMAN PERSONA AND TAKE **CONTROL** OF THIS DEATHLOK CYBORG BUT I'M **AFRAID** THAT **MAY NOT** BE THE CASE OF THE HUMAN **GUINEA PIGS** THAT THE **GOVERNMENT** IS USING. MY ON-BOARD COMPUTER INFORMS ME THAT SOME OF THE PERSONNEL WHO WORKED ON DEVELOPING **ME** ARE EMPLOYED **HERE**

;SIGH; I **THOUGHT** IT ALL SEEMED TOO NOBLE TO BE TRUE.

I'D **LOVE** TO HELP YOU OUT, BUT THE **SINISTER SIX** MAY BE WELL ON THEIR WAY TO TAKING OVER THE **WORLD** UNLESS I GET OVER TO NEW JERSEY.

YOU SOUND TO ME LIKE A DESPERATE MAN. LET **ME** HELP **YOU**. IF WE COME OUT OF THIS **ALIVE**, YOU CAN **RETURN** THE FAVOR BY ASSISTING **ME**.

MISTER, YOU'VE GOT YOURSELF A **DEAL**.

LET'S GET 'EM!

NEW JERSEY.

WELL, *THIS* IS THE *PLACE*.

THE RESEARCH BEING DONE IN THIS LAB IS *PRIMARILY* EXPLORATION INTO OTHER *DIMENSIONS*. THEY HAD A MUCH PUBLICIZED CONTACT RECENTLY WITH A DIMENSION WHOSE TECHNOLOGY IS FAR ADVANCED FROM OURS. I'M *SURE* THAT'S WHY *OCK* AND HIS CRONIES ARE *HERE*-- HE'S BEEN GETTING HIGH-TECH LATELY.

IT'S BEEN CLOSE TO 12 HOURS SINCE I WAS LAST HERE, SO I'M NOT QUITE *SURE* WHAT TO *EXPECT*.

Scan indicates no living organisms inside building. Defense drones present

MY COMPUTER TELLS ME NO-BODY'S HOME BUT THEIR *ROBOT GUARD DOGS*. THEY *MAY* STILL BE IN THE *OTHER DIMENSION*.

THEN...

LET'S GO!

KRAKASH!

BY GOLLY, IT'S A HOOTENANNY!

Computer controlled targeting complete

I'LL DO THE REST.

ZZRAK ZZRAK! ZZRAK!

I SEE OCK'S PUT HIS OLD *ARMS* TO GOOD USE--IT'S NICE TO SEE THAT HE'S MAKING AN *EFFORT* TO *RECYCLE*.

KRAUNKK!!

ZZRAK! ZZRAK! ZZRAK! ZZRAK!

ZZRAK!

I'M MISSING A *METS* GAME FOR THIS.

I *MUST* BE SICK.

crunch!

CRUNK!

Y'KNOW, D.L., FOR AN ALLEGED *PACIFIST* YOU SURE ARE *BLOOD-THIRSTY.*

I... I'VE GOT A CAPACITY FOR *VIOLENCE* AND IT *SCARES* ME. I DON'T *LIKE* THAT IN MYSELF

THAT'S WHY I'M A *PACIFIST.* *THAT'S* WHY I WANT *PEACE* SO MUCH.

THIS LOOKS LIKE WHERE THEY TOOK OFF. NOW, HOW DO WE STOP THEM?

HMMM.

SCIENTISTS WORKED FOR *YEARS* ON THIS CONTRAPTION. I DON'T THINK WE SHOULD IMPETUOUSLY *DESTROY* IT. *BESIDES,* I DON'T THINK IT'S *RIGHT* FOR US TO FOIST THEM OFF ON THE INHABITANTS OF THE OTHER DIMENSION, IF THEY *ARE* STILL THERE.

YOU'RE NOT *SUGGESTING* WHAT I *HOPE* YOU'RE *NOT* SUGGESTING?

AFRAID SO.

I DON'T LIKE THIS.

HEY, NEITHER DO *I*-- BUT I *DO* IT--AND YOU KNOW *WHY*? 'CAUSE I'D RATHER DO *THIS* THAN MY *LAUNDRY*.

Approximate death toll of alien life forms: 143,000+

OH, LORD.

THIS IS NOT GOOD.

HOW COULD THEY *DO* THIS?

THIS IS VERY *UNLIKE* THEM. THEY DON'T USUALLY *KILL*.

THEY'RE OFF TO A GOOD *START*.

MY *SPIDER-SENSE* IS TINGLING AGAIN SLIGHTLY. THE GAS *HOBGOBLIN* USED TO KNOCK IT OUT MUST BE WEARING OFF. *FINALLY*.

A *SPIDER-TRACER*-- IT MUST BE THE ONE I PUT ON HOBBIE.

THEY WERE *HERE*, ALL RIGHT.

I THINK THESE GUYS MEAN *BUSINESS*.

UH OH.

SPIDER-SENSE IS RINGING LIKE AN ALARM! IT WARNS ME OF DANGER.

MUST BE A *DOOZY!*

WHAT THE...

WE'VE GOT TO *GETOUT OF HERE!*

WHAT'S GOING ON?

Running...

I AM. I AM.

ALERT: previously undetected explosives set to detonate in 6.3 seconds.

Disarming option unavailable.

Evasive action most strongly advised: accelerate to top speed to escape explosion and resulting debris.

OH, MAN...

SPIDER-MAN

THAT WAS FUN.

THIS HAS BEEN A VERY BAD *WEEK* FOR ME.

ONLY THING *IS*, THE BAD GUYS MOST LIKELY HAVE MYSTERIOUS, ALL-POWERFUL WEAPONS FROM ANOTHER DIMENSION. AND I'VE GOT *NO* WAY OF FINDING THEM *NOW*.

PLUS, I'M *EXHAUSTED* AND HAVE A METAL *CAST* ON MY BROKEN ARM THAT'S GOING TO KEEP ME FROM DOING ANYTHING IN MY CIVILIAN LIFE FOR WHO KNOWS *HOW* LONG.

OH, *YEAH?* MY *REAL* BODY'S BEING *HELD* SOMEWHERE AND I CAN'T *LOCATE* IT AND MY FAMILY IS WORRIED *SICK* ABOUT ME 'CAUSE I DON'T HAVE THE *COURAGE* TO FACE THEM LIKE THIS AND LET THEM KNOW THAT I'M "OKAY." SO, DON'T *TELL* ME ABOUT *YOUR* PROBLEMS.

THINGS *COULD* BE WORSE.

AT LEAST WE'RE *ALIVE*. WE COULD STILL BE IN *THERE*.

YEAH.

WE *SURVIVED*. LET'S *GO*.

BACK TO CARE LABS... *NOW?*

NOW.

MANHATTAN.

OKAY, OKAY, YOU WIN! THAT LAST BURST OF SPEED REALLY LEFT ME IN THE DUST. YOU MUST GO THROUGH MORE SNEAKERS THAN...

OH GEEZ.

Death Toll: 47. Wounded:162. Estimated property damage: $4,873,657.22 +/-3.235%

I CAN'T BELIEVE THIS.

THIS IS A NIGHTMARE.

IT'S WORSE.

THIS IS REALITY-- SOME OF THESE PEOPLE WON'T BE WAKING UP.

Subjects identified as A: Otto Octavius a.k.a. Doctor Octopus. B: Maxwell Dillon a.k.a. Electro. C: Jason Philip Macendale, Jr. a.k.a. Hobgoblin. D: Quentin Beck a.k.a. Mysterio. E: Adrian Toomes a.k.a. the Vulture. With William Baker a.k.a. the Sandman, group collectively known as the Sinister Six.

Robots identified as recently being stolen from*- -

THAT'S ENOUGH.

KAZAKAK!

LOOK OUT!

LOOK ALIVE, SPIDER-MAN!

AS FOR YOU...!

ALERT: Strongly advise against full frontal assault.

NOW YOU TELL ME.

LOOKS LIKE WE MISSED ONE, BOYS.

ANOTHER "TRANSFORMER."

FZAP!

.....

OUCH! OWW!

COULD YOU PLEASE LET ME KNOW IF THIS IS HURTING YOU?

'CAUSE IT'S HURTING ME AND IF IT ISN'T HURTING YOU I'LL KNOCK IT OFF.

BIFF

smakk!

POW!

UNNGHHH!

COMPUTER, ARE YOU THERE? ARE YOU OKAY?

whud whud whud

KAKABOOM!

LOOK OUT! YEEOOK!

OH, MAN, OH, MAN!

HE'S DEAD. HE'S DEAD!

WHA...?

OH MAN, IT'S CYBORG X!

THEY KILLED HIM... GHOST RIDER AND I BATTLED HIM FOR ALMOST AN HOUR YET THESE GUYS KILLED HIM.

RRRRRRRR
MMMMMM
BBBBBBBB
LLLLLLLLLL

OH, NO!

I CAN'T *BELIEVE* THIS.

thap.

spingg!

I *DID* IT... I CAN GO AFTER THEM...! *GASP!*... MAN, I'M *BEAT*. CAN BARELY STAND... DEATH-LOK, DID YOU... DEATH-LOK?

THEY'RE *LEAVING*-- MAYBE I CAN TAG THEIR SHIP WITH A SPIDER-TRACER...!

DEATHLOK!!

MAN OH MAN--HE'S *BURIED*-- OR MAYBE THEY *TOOK* HIM...

IT ALL HAPPENED SO FAST...

I SURE HOPE PETER APPRECIATES ME DOING THE LAUNDRY FOR--

HONEY, I'M...

CRASH!

PETER...?

OH, MY GOD-- PETER!

PETER!

NEXT: GHOST RIDER, HULK, DEATHLOK, SOLO, AND SLEEPWALKER!

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GHOST RIDER!®

DEATHLOK!™

SLEEPWALKER!™

HULK!®

SPIDER-MAN®

REVENGE OF THE SINISTER SIX PART FIVE

STAN LEE PRESENTS

THE SIXTH MEMBER

ERIK LARSEN
WORDS / PICTURES

CHRIS ELIOPOULOS
LETTERS

GREGORY WRIGHT
COLORS

DANNY FINGEROTH
EDITS

TOM DEFALCO
CHIEFS

DOCTOR OCTOPUS' HIDEOUT, RIVER VALE, NEW JERSEY.

ALL RIGHT.

LET'S SEE WHAT YOU BOYS CAN DO.

SHOW ME SOMETHING.

THAT'S *ENOUGH*, OCTOPUS, YOU *FAT MAGGOT!*

WE'RE SUPPOSED TO BE YOUR *PARTNERS*, NOT YOUR *LACKEYS*. I DON'T JUMP THROUGH HOOPS FOR *ANYBODY*-- *ESPECIALLY* NOT FOR *YOU*, YOU *BLOATED PIG!*

OH, BOY.

I'LL SEE YOU *DEAD* FIRST.

DON'T BE AN IDIOT.

COOL IT, VULTURE, OCK'S ON *OUR* SIDE!

WE'VE STOLEN A LOT OF NEW *WEAPONS* SO WE CAN ACHIEVE OUR GOALS -- WHAT'S THE *HARM* IN TESTING THEM OUT FIRST ?

YOU'VE GOTTEN PRETTY *CHUMMY* WITH OCTOPUS, ELECTRO. YOU WANTED OCK *DEAD* BEFORE--WHY THE SUDDEN *CHANGE*? I SMELL A *RAT*.

YOU'RE BEING *PARANOID*.

HE'S *ON* TO ME.

STOP IT, YOU TWO.

WE GAIN *NOTHING* FROM THIS. YOU'RE DOING OUR ENEMIES' WORK *FOR* THEM, IF YOU *KILL* EACH OTHER.

BRAKKABRAKKABRAKKABRAK

MANHATTAN. THE PARKER RESIDENCE.

UNGHHH.

MARY JANE...?

I'M *HERE*, PETER.

Yawn.

WHAT *TIME* IS IT?

NOON.

WHAT *HAPPENED* TO YOU?

OH... *THIS*.

IT'S A *CAST*, BELIEVE IT OR NOT.

I BUSTED MY *ARM* FIGHTING THE SINISTER SIX.

THESE GUYS AT *CARE LABS* PUT THIS EXPERIMENTAL CAST ON IT.

ACTUALLY, IT *LOOKS* WORSE THAN IT *IS*... IT'S A *HAIRLINE FRACTURE*, REALLY. THIS THING IS SUPPOSED TO *SPEED UP* THE *HEALING PROCESS*. IT SHOULD BE *FINE*.

OH, MAN...

... I'M *BUSHED*.

THINGS ARE GETTING OUT OF HAND. THE BAD GUYS WENT TO ANOTHER DIMENSION, *SWIPED* A MESS OF *WEAPONS* AND THEN *WIPED OUT* A MESS OF *CIVILIANS*. FIRST THERE--AND THEN *HERE*.

DEATHLOK AND I DID OUR BEST TO *FIGHT* THEM BUT IT WAS *TOO BIG* A JOB FOR THE *TWO* OF US. THEY *DE-STROYED* CARE LABS AND THEIR *ROBOT DRONES* CLEANED MY CLOCK. SOME-HOW, DEATHLOK *VANISHED* IN THE CONFUSION.*

I DUNNO--MAYBE THEY *NABBED* HIM OR SOME-THING. I LOOKED FOR HIM -- NOTHING.

WHAT ARE YOU *DOING*?

*IT ALL WENT DOWN LAST ISH--D.

NEW JERSEY...

WHY SHOULD I TRUST YOU-- ANY OF YOU?!

CALM YOURSELF, VULTURE. WE'RE ALL IN THIS THING TOGETHER. WE ALL WIN OR NONE OF US DO.

PERHAPS WHAT YOU NEED IS A PERSUADING NUDGE IN THE RIGHT DIRECTION.

DON'T TRY ANY OF YOUR CHEAP PARLOR TRICKS ON ME, MYSTERIO, I'M WISE TO THEM. I'LL GO ALONG WITH THE MAJORITY FOR NOW-- BUT NO PROMISES FOR THE FUTURE, DO YOU HEAR? NO PROM-ISES!

CLATTER

OCTOPUS TURNED SANDMAN INTO GLASS-- HOW CAN I BE SURE HE DOESN'T HAVE A SIMILAR FATE IN STORE FOR ME?

HOW CAN I BE SURE YOU WON'T BETRAY ME, IF NOT NOW, THEN WHEN WE ACHIEVE OUR GOAL OF TAKING OVER THE WORLD?

HE'S RIGHT TO BE SUSPICIOUS OF US. OCK BETRAYED US BEFORE AND HE MAY VERY WELL DO SO AGAIN. I PLAN TO. THEY ALL UNDER-ESTIMATE ME. AS SOON AS WE ATTAIN OUR GOAL, I'LL SHOW THEM ALL JUST HOW POWERFUL I AM.

MANHATTAN.

REALLY?

YEAH. I'M MAKING YOU A NEW *SPIDER-MAN* OUTFIT SO YOU WON'T HAVE TO WEAR THAT AWFUL *BLACK* COSTUME AGAIN.

IT'S THE ONLY ONE YOU'VE GOT *LEFT* THAT ISN'T *MUTILATED*.

I GUESS I *HAVE* BEEN GOING THROUGH A *LOT* OF THEM LATELY.

OUCH. MAN--MY HEAD STILL *HURTS*. I MUST HAVE *SMACKED* IT *PRETTY HARD* WHEN I CAME HOME LAST NIGHT AND SLIPPED ON THAT *ROLLER SKATE*.

WHY DON'T YOU GRAB A *SHOWER* -- I'M ALMOST *FINISHED* WITH THIS.

HEY, DON'T MAKE THE *EYES* TOO SMALL.

HOW DO YOU EXPECT ANYBODY TO TAKE YOU *SERIOUSLY* WITH THESE *BIG OL' EYES* -- YOU LOOK LIKE *FELIX THE CAT*.

OKAY, SO I'M *NOT* A TRENDY, MACHO, SHADOW-DWELLING BUTT-KICKER FOR THE '90'S. I'M TRYING TO PROJECT A *DIFFERENT* KIND OF IMAGE, YOU KNOW, *"YOUR FRIENDLY NEIGHBOR-HOOD SPIDER MAN."*

BESIDES, THE BIGGER EYE HOLES ARE EASIER TO *SEE* OUT OF.

THE *BIG RED SPIDER* GOES ON THE *BACK*.

I KNOW. I KNOW.

NEW JERSEY.

BRAKK! FRAKK!

IT'S THE WILL OF THE *LORD* THAT GUIDES US!

THE *ALMIGHTY* SPEAKS TO ME--HIS WILL IS COMMUNICATED TO *ME* AND HE *COMMANDS ME* TO USE MY *POWERS* TO HELP *SPREAD* HIS *WORD*. *SOON, ALL* THE WORLD WILL BE *OURS* AND WE CAN *SAVE* THE *SINNERS* FROM *ETERNAL DAMNATION* WITH THE HELP OF THE *ONE UP ABOVE*.

SKRAP

THAT HOBGOBLIN GUY... HE'S *NUTS*.

YES, BUT *MALLEABLE*. WE CAN *USE* HIM.

HOW COME OUR *NEW PARTNER*, THE ONE FROM THE OTHER DIMENSION, DOESN'T HAVE TO PRACTICE WITH US?

HE TOO *BIG* FOR THIS SORT OF THING?

YES, ACTUALLY.

NOW PREPARE YOURSELF FOR *DEPARTURE*. WE'RE LEAVING TO PROCEED WITH OUR PLANS -- WE *WON'T* BE COMING BACK.

MANHATTAN.

COULDN'T YOU PUT ON SOMETHING A BIT MORE *SOOTHING*, LIKE MAYBE A RECORDING OF A *CIRCULAR SAW* CUTTING THROUGH *SHEET METAL*?

YOU DON'T *LIKE* GUNS 'N ROSES?

YOU DON'T LIKE *ANYTHING* RECORDED IN THE LAST *TEN YEARS*.

SURE I DO.

ELVIS COSTELLO.

NICK LOWE.

ELTON JOHN.

DAVE EDMUNDS.

MY POINT *EXACTLY*. YOU DON'T LIKE ANYTHING *NEW* OR *CUTTING EDGE*.

THEY'RE CUTTING EDGE.

NO, THEY *AREN'T*.

WHAT DO YOU THINK OF *HAMMER*, *EXTREME*, *PRINCE* OR *INXS*?

NOT *MUCH*. YOU FORGOT YOUR *FAVORITES*, THE *FINE YOUNG CANNIBALS*.

THEY'RE *PASSE*.

I *THOUGHT* AS MUCH.

YOU DON'T LIKE ANYTHING THAT HASN'T COME OUT IN THE *LAST FEW MONTHS* OR BEEN FEATURED IN A NEW *HIT MOVIE*.

THAT'S *NOT* TRUE, I...

OH. THAT *REMINDS* ME...

THE *DIRECTOR* OF THE *ARNOLD SHWARZENHEIMER* PICTURE CALLED.

I GOT THE PART.

NEW JERSEY.

OKAY, MEN, THIS SHOULD BE *RELATIVELY* SIMPLE, *HYDRA*, A WORLD-WIDE *SUBVERSIVE* ORGANIZATION, HAS SET UP A *SATELLITE CONTROL CENTER* IN *MANHATTAN* FROM WHICH THEY'RE CONTROLLING MOST OF THEIR *SPACE TOYS*.

THEY'VE GOT ENOUGH *FIRE-POWER* ORBITING THIS *PLANET* THAT THEY CAN *BLOW IT UP TWENTY TIMES*. ONCE WE OVERPOWER THEIR *BASE*, OUR BATTLE IS AS GOOD AS *WON*.

THAT BASE, IS TO BE OUR NEW HEADQUARTERS.

WE'RE MOVING...?

WHAT SHALL WE DO WITH OUR OLD PARTNER: *SANDMAN*, THE LIVING STATUE?

THE LIVING *GLASS* STATUE.

SHOOT-OUT AT GRAND CENTRAL!

THAT.

LET'S GO.

MANHATTAN.

YOU... YOU GOT THE PART?

YES.

DID YOU TAKE IT?

UH-HUH.

I CAN'T BELIEVE YOU TOOK THE PART!

WHY NOT?

I SAID I WAS GOING TO.

YOU'LL BE IN NUDE SCENES--!

MY AUNT MAY WILL HAVE ANOTHER HEART ATTACK!

SO WILL YOUR AUNT ANNA!

HECK, MJ, YOU KNOW I'LL SUPPORT WHATEVER DECISION YOU MAKE-- BUT, PLEASE, YOU'RE A GOOD ACTRESS AND OTHER... BETTER ROLES WILL COME ALONG.

PETER -- IT'S A MOVIE--! IT'S NOT THE END OF THE WORLD!

WHAT WILL YOUR COUSIN, CHRISTIE, THINK--? OR THAT INCARCERATED MANIAC FAN OF YOURS, "OFFICER" GOLDMAN, WHO WAS FOLLOWING YOU AROUND KILLING WHATEVER PEOPLE HE THOUGHT ANNOYED YOU? WHAT ABOUT FLASH, HARRY AND J. JONAH JAMESON?!!

I DON'T WANT THEM TO SEE YOU NAKED!

PETER...!

IF THIS IS YOUR IDEA OF "SUPPORT," IT'S A DARN GOOD THING THAT YOU'RE A NEWS PHOTOGRAPHER AND NOT A BRASSIERE MANUFACTURER!

THE SECRET HIDEOUT OF THE TERRORIST HUNTER, SOLO.

I WAS TRICKED.

SOMEHOW, I WAS MADE TO BELIEVE THAT I'D SUCCESSFULLY TERMINATED THE SINISTER SIX.

THEY'RE ALIVE.

WHOEVER SHOT AT ME AND RESCUED DOCTOR OCTOPUS IS STILL AT LARGE.*

* HE'S GOT IT ALL MIXED UP. BET HE'S REFERRING TO LAST ISSUE. -- DANNY

MYSTERIO MUST HAVE CAST THE ILLUSION THAT I WAS TRIUMPHANT.*

* CLOSE ENOUGH. SEE SPIDER-MAN #20. --DANNY²

WHATEVER THE CASE, THEY'RE ALIVE, SO MY JOB ISN'T DONE.

THIS SPECIAL BATH WILL HELP HEAL THE WOUNDS SO RECENTLY INFLICTED.

STILL, EVERY MOVE... IS INTENSE AGONY.

PUTS ME IN JUST THE RIGHT MOOD...

...TO DEAL WITH THOSE CREEPS... PERMANENTLY.

MANHATTAN.

FITS LIKE A GLOVE, HON'.

THANKS.

IF IT WASN'T SO CLOSE TO YOUR BIRTHDAY, I'D CLOBBER YOU.

...IDENTIFIED AS THE SUPER VILLAIN TEAM THE SINISTER SIX, CAME OUT OF THE MAMMOTH HOVER-CRAFT AND ENTERED THE BUILDING BEHIND ME, HERE ON 64TH STREET.

PLENTY O' DONUT

POLICE HAVE...

YIKES-- THEY'RE BACK! I'VE GOT TO GO...!

THAT'S OKAY, I'LL DO THE DISHES...

...BUT YOU GET SOME HELP!

OKAY, I'LL CALL THE FANTASTIC FOUR-- I JUST HOPE THEY'RE HOME THIS TIME.

RATS. I'LL LEAVE A MESSAGE.

THE AVENGERS AREN'T AROUND EITHER. I GUESS IT'S JUST UP TO ME.

I'LL BRING THIS GUN WITH ME. IT CAN CHANGE THE SANDMAN BACK TO NORMAL. MAYBE I'LL LUCK OUT AND THEY'LL HAVE BROUGHT HIM ALONG.

DON'T DO ANYTHING TOO FOOLISH, TIGER.

THIS IS A BIG NEWS STORY. SOMEBODY IS BOUND TO HAVE HEARD ABOUT IT-- HECK, THE FF AND THE AVENGERS ARE PROBABLY ALREADY THERE.

BE CAREFUL.

I WILL.

I'LL BE HOME FOR DINNER.

YOU'D BETTER BE--IT'S YOUR TURN TO COOK!

THE REMAINS AT CARE LABS MANHATTAN

OVER HERE, DUGAN...!*

I'M COMING, ALREADY.

KEEP YOUR SHIRT ON-- I'M NOT AS YOUNG AS I USED TO BE.

*THIS STORY TAKES PLACE BEFORE CURRENT S.H.I.E.L.D. ISSUES.--D.

IT'S DEATHLOK, SIR.

DIGGING FOR SURVIVORS OF THE SINISTER SIX'S ATTACK, WE CAN ACROSS HIM.

HE LOOKS LIKE HE'S IN PRETTY BAD SHAPE. WE FOUND HIM AT THE BOTTOM OF AN ELEVATOR SHAFT.

PLUS, I'LL BET HE TOOK A LOT OF PUNISHMENT IN THE BATTLE.

PROBABLY-- I MISSED THE WHOLE FIGHT. I WENT TO GRAB A BURGER.

OHH... I ACHE ALL OVER. COMPUTER, ARE YOU THERE?

Affirmative

HOW COME WE CAN'T MOVE?

SYSTEMS UPDATE: Brain/body interface successfully disrupted by Maxwell Dillon a.k.a. "Electro."

Self-repair routines in progress. Approximately 50 minutes untill motor functions are restored.

HYDRA'S HIDDEN SATELLITE CONTROL CENTER. MANHATTAN.

BRRR BRRR

CHOOM! CHOOM!

FRAK FRAK FRAK FRAK

BRRR! BRRR!

FWUP FWUP FWUP

WAK WAK

BIZAKK!

FZAP

FZAPP!

EEAAAUGH!

JUST WHEN A FELLOW CAN *REALLY* USE A *HAND*, HE RUNS *SMACK* INTO *THE HULK*, *GHOST RIDER* AND *SLEEP-WALKER*, READY AND WILLING TO *TACKLE* THE *NASTIES*.

PINCH ME-- I MUST BE *DREAMING!*

YOU *SEEM* AWAKE...

THIS IS A *HYDRA SATELLITE CONTROL CENTER*, SPIDER-MAN. WE'VE GOT TO *STOP* THE *SINISTER SIX* BEFORE THEY USE ANY OF THE *SPACE WEAPONS* THEY HAVE ACCESS TO.

HOO-BOY!

Y'KNOW, THIS COULD ALMOST BE A REUNION OF THE *"NEW FANTASTIC FOUR,"* EXCEPT OUR OLD PAL *WOLVERINE* IS *NOWHERE* TO BE *FOUND*.

I THINK HE HAD A TEAM UP WITH *THE PUNISHER* TO ATTEND TO.

LET'S GET *MOVING!*

INNOCENT BLOOD HAS BEEN SPILLED.

THE *GUILTY* MUST BE *PUNISHED*.

MY THOUGHTS *EXACTLY*.

AND AWAY WE GO!

IT'S THE HULK, AGAIN!

BUT WAIT--THERE'S MORE!

NOW, HOW MUCH WOULD YOU PAY?

HEY! DON'T TOUCH THAT DIAL...!

IT IS MY SWORN DUTY TO DESTROY EVIL WHEREVER I MAY FIND IT.

UNNGH!

RRCKK!!

ARRGH!!!

THESE ROBOTS HAVE CAUSED MUCH DAMAGE. THEY WILL DO NO MORE.

SUCK ON THIS, FREAK!

KA-ZAM!

YOU CAUGHT ME WITH A COUPLE OF SUCKER PUNCHES BEFORE, OCTOPUS. I'M READY FOR YOU THIS TIME.

YOUR RECOLLECTION OF OUR LAST ENCOUNTER IS SOMEWHAT ASKEW... *

LAST TIME WE FOUGHT, I NEARLY BEAT YOU TO DEATH WITH JUST MY ADAMANTIUM ARMS.

*SEE SPIDER-MAN #19 FOR THE WHOLE TRUTH AND NOTHING BUT. -- DANNY

NOT BIG ENOUGH!

THIS TIME, I'VE GOT A REALLY BIG GUN.

DOOM

FRAKK!!

THIS CYBORG CAST SURE COMES IN HANDY-- STUFF BOUNCES OFF IT LIKE POPCORN.

THWIPP!

WE HAVE CONTROL OF A HUNDRED KILLER SATELLITES AND AN ALL-POWERFUL NEW MEMBER! PREPARE TO DIE!

GOSH, I'D MAKE OUT A WILL BUT I DON'T HAVE A PEN. WHERE IS YOUR TIMID NEW CRONY HIDING, ANYWAY? I'D LIKE TO CONGRATULATE HIM ON HIS WISE CAREER DECISION!

KACHUNG!

WHA--? YOU!!

WHIRR WHIRR

...WHICH LEAVES ME FREE FOR OTHER MATTERS!

BRUUU

THE HULK IS DEALING WITH OCTOPUS...

TIME TO PAY FOR YOUR CRIMES.

SUFFER THE PAIN!

HA! HA! HA! HA!

BEWARE, HUMANS, YOU HAVE INCURRED OUR WRATH!

ACTUALLY, I'M HUMAN TOO, SLEEPWALKER. IT'S AN HONEST MISTAKE.

YIKE

HEY! YOU'RE FADING AWAY...!

WHILE AT RICK SHERIDAN'S APARTMENT...

DANG! WHEN I SAW THE NEWS ON TV, I THOUGHT I'D GRAB A QUICK NAP SO THAT SLEEP-WALKER COULD BE RELEAS-ED FROM MY MIND AND HELP. *

RING

YAP YAP

I FORGOT THAT I WAS EXPECTING COMPANY.

RELAX RAMBO--I'LL BE RIGHT THERE!

*FOLLOW THE ADVENTURES OF SLEEPWALKER EVERY MONTH IN HIS OWN MAG.--DANNY

EYOW!

THAT'S MY ARM IN THERE!

UNNGHH!

FWASH!

HERE, CATCH!

MY ARM SEEMS OKAY. THAT HIGH-TECH CAST WORKED WONDERS. IT'S A SHAME THE TECHNOLOGY TO MAKE ANOTHER ONE HAS BEEN DESTROYED FOREVER.

ENOUGH OF THIS NONSENSE.

I'M CALLING IN OUR NEW RECRUIT

CLICK

YIPE!

WHAT THE--

KRAKABOOM

THAT WAS TOO CLOSE.

KRAKABOOM

HULK

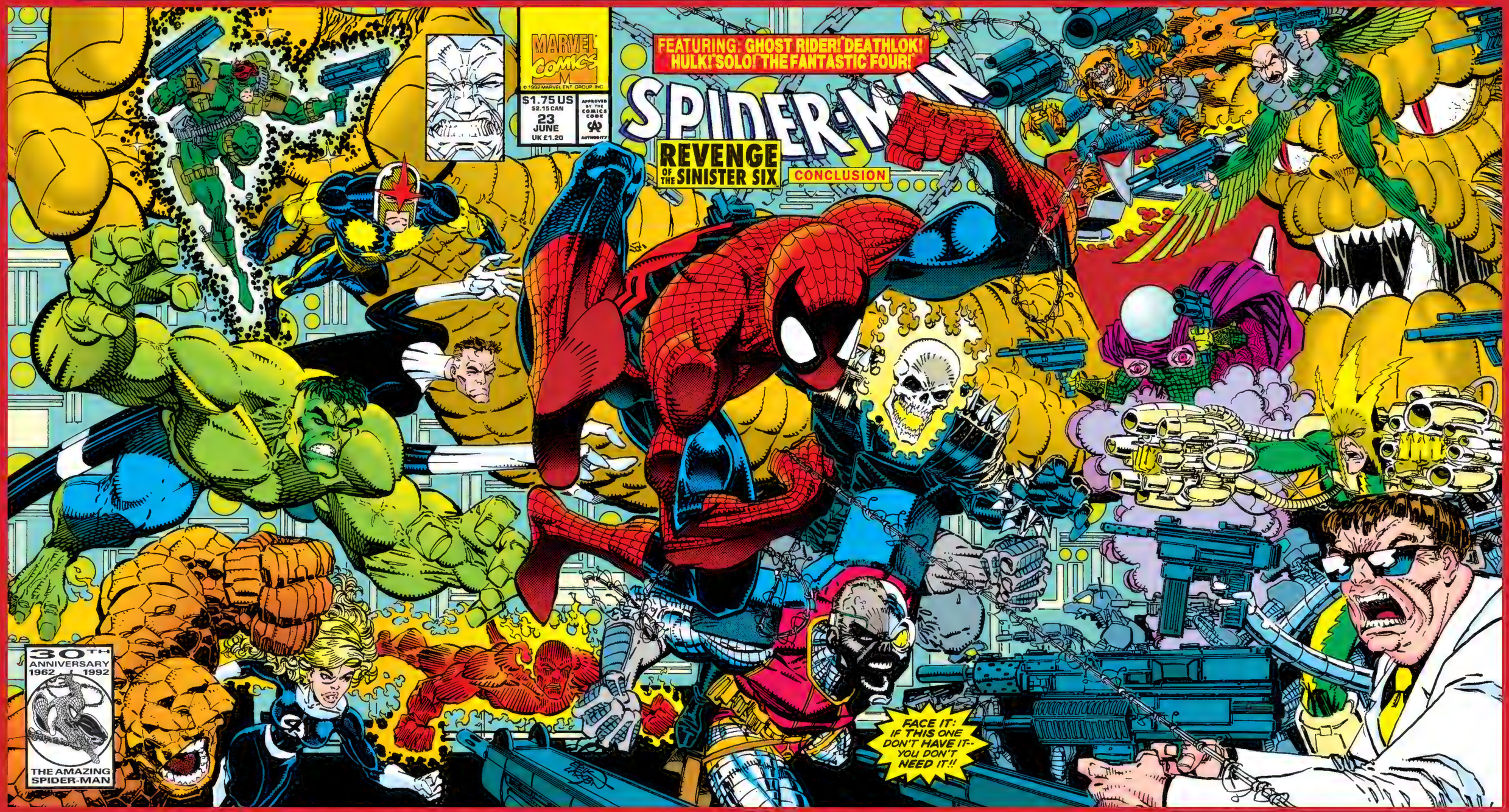
ALLOW ME TO INTRODUCE YOU TO OUR *SIXTH* MEMBER, AN OLD *FRIEND* OF OUR DEAR, DEPARTED *PARTNER, KRAVEN THE HUNTER*. I GIVE YOU...

GOG!

I'LL TELL YOU *WHAT*...

...LET'S CALL IT A *DRAW*.

NEXT: THE STUNNING *CONCLUSION*! *ACTION* A' PLENTY! *GUEST-STARS GALORE*! A *GATEFOLD COVER*! NEED WE SAY MORE?! BE HERE!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FEATURING: GHOST RIDER! DEATHLOK! HULK! SOLO! THE FANTASTIC FOUR!
SPIDER-MAN
REVENGE OF THE SINISTER SIX
CONCLUSION
30TH ANNIVERSARY 1962 1992
THE AMAZING SPIDER-MAN
FACE IT: IF THIS ONE DON'T HAVE IT-- YOU DON'T NEED IT!!

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WHOK!

THEY'VE LET UP THEIR GUARD FOR JUST A *SPLIT SECOND*. IF I'M GOING TO MAKE A BREAK FOR IT, I'D BETTER DO IT *NOW*!

KRRR

GOG WAS AN INFANT WHEN SPIDER-MAN FIRST RAN INTO HIM, YEARS AGO, IN THE SAVAGE LAND. NOW HE'S CHANGED. KRAVEN WAS CONTROLLING HIM THEN, WHILE SPIDER-MAN AND KA-ZAR FOUGHT TOGETHER TO SPOIL HIS PLANS.

THE LAST TIME SPIDER-MAN SAW HIM, GOG WAS IN A POOL OF QUICKSAND BEING DRAGGED UNDER.*

KA-ZAR'S BROTHER, THE PLUNDERER, LATER FREED GOG AND TOOK HIM TO MANHATTAN TO DO HIS BIDDING. GOG WAS LAST SEEN ATOP THE TWIN TOWERS WHERE HE USED HIS WRIST BANDS TO TELEPORT AWAY.**

NOW, WITH HIS WRIST BANDS REMOVED, DOC OCK IS PULLING HIS STRINGS. THE SINISTER SIX FOUND HIM IN THE OTHER DIMENSION THAT THEY RAIDED FOR WEAPONS.***

THE BAD GUYS HAVE TAKEN OVER THIS HYDRA SATELLITE CONTROL CENTER IN MANHATTAN, FROM WHICH THEY CAN BLOW UP THE WORLD.

AND SPIDEY'S IN BIG TROUBLE.

YIKES! HERE COMES GOG!

THE BIG GUY HAS KNOCKED OUT BOTH THE HULK AND GHOST RIDER-- AND WITH SLEEPWALKER PULLING A DISAPPEARING ACT, THAT LEAVES YOURS TRULY ALONE AGAINST THE SINISTER SIX AND A HOARD OF RUTHLESS ROBOTS.****

I'M NOT TOO CRAZY ABOUT THE ODDS.

STOP HIM! KILL HIM!

THAT INTERFERING INSECT MUST DIE!

THAT'S MISTER INTERFERING INSECT TO YOU.

IS IT MY BREATH?

*AMAZING SPIDER-MAN #103-104.
**ASTONISHING TALES #18.
***SPIDER-MAN #21.
****LAST ISSUE. WHEW!--DANNY

WHILE OUTSIDE...

...STARTLED BY THE APPEARANCE OF THE CREATURE KNOWN AS GOG WHO HAS APPARENTLY JOINED FORCES WITH THE SUPER-VILLAIN GROUP, THE SINISTER SIX.

POLICE HAVE BEEN FRANTICALLY TRYING TO CLEAR THE AREA IN AN EFFORT TO MINIMIZE CASUALTIES.

THE PAST SEVERAL DAYS HAVE BEEN BUSY ONES FOR THE SINISTER SIX. THEY'VE DESTROYED WEAPON MANUFACTURING FACILITIES AND RESEARCH LABORATORIES AND IN THE PROCESS, ACCUMULATED AN IMPRESSIVE ARSENAL. THEY'VE KILLED DOZENS WITH NO APPARENT END IN SIGHT.

SUPER HEROES HAVE CLASHED WITH THEM TO NO AVAIL. S.H.I.E.L.D. AGENTS WERE THWARTED YESTERDAY AT CARE LABS, AS THE SUPER VILLAIN GROUP WALKED OVER THEM AND SIMPLY TOOK WHAT THEY WANTED.

SPIDER-MAN, THE HULK AND GHOST RIDER HAVE APPARENTLY BEEN SIGHTED ON THE PREMISES HERE. AT THIS TIME, HOWEVER, THINGS SEEM RELATIVELY QUIET.

THE BIG QUESTIONS REMAIN. WHERE ARE THE AVENGERS, THE FANTASTIC FOUR OR ONE OF THOSE MUTANT GROUPS?

SHESH. IF IT AIN'T ONE THING, IT'S ANOTHER.

WHAT ARE THE SINISTER SIX AFTER?

AND WHY HAS EVERYONE COME TO THIS SEEMINGLY INNOCENT DONUT SHOP ON 64TH STREET?

WE JUST GET HOME FROM ONE BRAWL AND THE ANSWERING MACHINE HAS WEB-HEAD ON IT, INVITING US TO DROP IN ON ANOTHER ONE.

THE BOOB TUBE'S BUZZIN' ALL ABOUT IT. A GUY CAN'T SIT DOWN FER A MINNIT.

WHAT A REVOLTIN' DEVELOPMENT THIS IS.

THE FORCES OF EVIL HAVE GATHERED. GOOD.

THIS TIME, THERE SHALL BE NO ESCAPE FROM MY WRATH.

YIKES! IT'S AN ALL OUT BATTLE WITH THE SINISTER SIX AND I'M MISSING THE WHOLE THING!

ELSEWHERE IN MANHATTAN...

I CAN'T BELIEVE I'M *DOING* THIS.

I'VE *FINALLY* LANDED THE ROLE OF A LIFE-TIME--*STARRING* ALONGSIDE *ARNOLD SCHWARZEN-HEMER* IN A BIG BUDGET FILM.

AND MY HUSBAND, *PETER* HAS A *COW* BECAUSE I'D HAVE TO DO SOME *NUDE SCENES* IN THE MOVIE.

HE SAID HIS *AUNT MAY* WOULD HAVE ANOTHER *HEART ATTACK*, MY *FAMILY* WOULD *DISAP-PROVE* AND *HE'D* GET *UPSET*.

IT'S MY LIFE.

MY CAREER.

MY DECISION.

SO, WHAT AM I *DOING* HERE -- TRYING TO TALK THE HIGHER UPS OUT OF HAVING ME APPEAR *NUDE* IN THIS PICTURE?

OOPS... THE DOOR'S OPENING.

CLICK

COME IN, MS. WATSON-PARKER.

GULP

THIS IS IT.

I HOPE I'M NOT TOSSING AWAY MY *CAREER*.

BRAKARARR!

CHOOP!

THE LORD HAS JUDGED YOU, SPIDER-MAN, AND THE VERDICT IS DEATH. I SHALL CARRY OUT THE SENTENCE-- I'M GOING TO KILL YOU!!

ADMIT IT, YOU DON'T LOVE ME ANYMORE.

I GUESS THE WEDDING IS OFF.

DON'T TELL ME--

THWIP!

SKAKAK! SKZAKK!

CHOOM!

CHOOM!

CHOOM!

CHOOM!

--YOU'VE MET SOMEBODY ELSE.

AIII

SPRING 1991

YIKES!

THESE GUYS ARE COMING *WAY* TOO *CLOSE*. MY SPIDER-SENSE IS REALLY HAVING TO WORK OVERTIME TO HELP ME AVOID THEIR ATTACKS.

SO MUCH FOR A QUICK GETAWAY.

GOOD *EFFORT*, BOYS, BUT YOU'LL HAVE TO DO A LOT BETTER THAN *THAT* IF YOU WANT TO WIN A *KEWPIE DOLL*.

EEYOWW!!

CLOSE, BUT NO CIGAR.

KEEP AT IT!

POW! POW!

POW! POW!

THINGS LOOK PRETTY GRIM FOR YOU, PUNK.

DANCE, YOU PATHETIC COWARD.

POW!

IT WILL BE YOUR LAST.

ON THE CONTRARY... I'D SAY THEY LOOK PRETTY "*GRIMM*" FOR *YOU*.

CHAKKASH!!

THE *FANTASTIC FOUR* RECEIVED YOUR CALL, SPIDER-MAN.

AND WE'RE *HERE* TO SAVE THE *DAY*.

THEN LET'S DO JUST *THAT*, LITTLE BROTHER.

IN OTHER WORDS: *IT'S CLOBBERIN' TIME!*

ULP.

SEE WHAT I *MEAN*?

MAKE WAY FOR THE MAN CALLED

NOVA!

SKREEEEE

SKRAOW!

BE *GENTLE* WITH HIM, THING...

...VULTURE'S STILL AN *OLD MAN,* AFTER ALL.

YOU KNOW IT AN' *I* KNOW IT, SUSIE--

--BUT SOME-BODY FORGOT TA TELL *HIM!*

BAM!

SOLO IS HERE!

WHUP WHUP WHUP WHUP WHUP WHUP

AND WHILE SOLO LIVES-- TERROR DIES!

FOOL

I CAN'T *BELIEVE* THAT THESE BOZOS ACTUALLY THINK THAT THEY CAN *STOP* US.

IT'S TIME I *SHOW* THEM WHERE THEY *STAND*.

IT'S TIME THAT THEY LEARN WHAT *REAL* POWER IS.

WHAM!

YOU MAY IMPRESS THE *OTHER* LONG-UNDERWEAR TYPES, DOCTOR OCTOPUS BUT YER *NUTHIN'* TA BENJAMIN J. GRIMM.

UUNNNGH! BEN, *STOP*... IT'S ME, *REED*.

I WONDER IF THEY BROUGHT *SANDMAN'S* GLASS BODY ALONG--* I CAN'T *FIND* HIM ANYWHERE.

ELECTRO, HERE'S A BOOT FOR--EE-- *YOW!!*

HEY! I'M THE *TORCH*, YOU JERK.

WHOK!

*THEY DIDN'T. OCK SHATTERED IT LAST ISSUE.--D.

DANG. MYSTERIO MUST BE UP TO HIS OLD TRICKS.

YOU'RE *DISGUSTING*, HOBGOBLIN-- *GET AWAY FROM ME!*

OOF! WHAT WAS *THAT?!*

BRAAM!

WHAT'D I DO?

BLAM BLAM BLAM BLAM BLAM

STOP IT, YOU IDIOT...

...MYSTERIO'S CASTING ILLUSIONS AGAIN.

YOU'RE SHOOTING AT THE GOOD GUYS!

POW!

FOWARD, HULK-- THE ROBOTS RESTRAIN US NO LONGER.

NOW... VENGEANCE SHALL BE MINE!

YOU AND ME BOTH, PAL.

KRAKK

SMASH!!

OH NO...

NO!!

KRAKAKA!!

HA HA! HA HA!

THEY'RE DEAD... ALL OF THEM... DEAD!

TRY AND GATHER THEM TOGETHER SO GOG CAN PUT THEM OUT OF OUR MISERY --FOR REAL.

YOU'VE HAD ENOUGH FUN, MYSTERIO.

I TIRE OF THEIR WHINING.

SIEGE

UNNNGHH!

DEATHLOK?!

THANKS FOR HELPING ME SEE THROUGH THE ILLUSIONS HE WAS CASTING, COMPUTER. I DIDN'T HURT HIM TOO BAD, DID I ?

Subject Quentin Beck a.k.a. Mysterio is unconscious. No permanent damage caused to subject from this unit.

YOU WERE A FOOL TO COME HERE.

YOU'RE ALL FOOLS.

WE'VE GOT THE POWER.

BOYS...

... KILL THEM.

YOU'RE WELCOME TO TRY.

NOT THAT YOU *HAVE* TO TRY. I'D MUCH *RATHER* YOU WALK OUT OF HERE WITH YOUR HANDS HELD HIGH, SWEARING YOU'LL NEVER ATTEMPT TAKING OVER THE WORLD *AGAIN*, MYSELF.

SO TELL ME, HANDSOME, ONCE YOU'VE TAKEN OVER THE WORLD, *THEN* WHAT? WILL YOU BE A *PRINCE* OR SOMETHING-- *VICE PRESIDENT* PERHAPS?

ARE YOU GOING TO BE TAKING THE PLACE OF *DAN QUAYLE* AS AMERICA'S FAVORITE FODDER FOR SIDE-SPLITTING HUMOR?

WHOP!

YIKES!

SO MUCH FOR *THAT* IDEA.

MOVE IT!

LAUGH WHILE YOU *CAN*, SINNER...

CHOOM!

CHOOM!

YOU'LL SOON BE *DEAD!*

SLAM!

UUNGH!

SMASH!

YA-HOO!

WHAM!

FIGHT, YOU IMBECILES.

IN A FEW SECONDS I'LL HAVE HYDRA'S KILLER SATELLITES IN MY CONTROL.

SUFFER, AS THE MANY INNOCENTS WHOSE BLOOD HAS BEEN SPILLED HAVE SUFFERED.

SKRAKRAK!

CLICK CHAK KLACK

FRA KOOOM!

STOP! YOU'LL KILL HIM!

BA-

BOOM

KARARUMPA

SWISH!

FWASP!!

SMASH!

SMASH!

SMASH

NOBODY MOVE!

I'LL BLOW UP THE PLANET-- I SWEAR IT!

I THINK NOT, OCTOPUS.

-- GET YOUR FAT *GLUTEUS MAXIMUS* KICKED BY THE *HULK*. THAT'S WHAT YOU'LL *DO*.

THIS TIME, I GET TO WIN.

RICHARDS...! I'LL--

THE TABLES HAVE *TURNED*.

THE *LORD* MOVES IN MYSTERIOUS WAYS.

I'LL NOT *STAY* TO BE *INCARCERATED*.

HE MUST HAVE OTHER PLANS FOR *ME* AS WELL.

FEEL MY VENGEANCE ROBOT!

BURN, BABY, BURN.

FRAKKENBROOSH!

STAY BACK! I'LL FRY YOU ALL WHERE YOU STAND! I'M NOT GOING BACK TO THE VAULT.

NOT AGAIN-- NOT WHEN WE'VE GOTTEN SO CLOSE...!

AND I DIDN'T THINK YOU CARED.

NOW YOU SEE ME...

...NOW YOU DON'T!

I'D LIKE TO THANK THE INVISIBLE WOMAN, WHO ASSISTED ME IN THAT LITTLE MANEUVER.

YOU'RE MORE THAN WELCOME, SPIDER-MAN.

IT'S DOWN TO OCK.

HE STILL SEEMS TO BE HOLDING HIS OWN, AMAZINGLY ENOUGH.

GET AWAY FROM ME!

MY NEW ARMS ARE ADAMANTIUM! I'LL BEAT YOU ALL IF I HAVE TO!

NO.

WE'LL SEE ABOUT THAT...!

HE BELONGS TO ME.

WHA--?!

SANDMAN... IS THAT YOU?!

OH NO... NOT YOU!

STAY BACK... STAY BACK!!

SHHAKK! HAKK SHASHH! THUKK! SHIKK! SLIKK! SLASSH! HAKK! SHUKK! SLASSH! SHIKK! THAKK! SLASSH! THUKK!

YOU COULD HAVE KILLED HIM, BAKER.

NO! STOP!

!!UNNGHH!

NNUNNGH...

UNNNGH!

WHUD

HE... DESERVES WORSE... FOR WHAT HE'S DONE.

SOON...

I'LL SEE YOU *NEXT* CRISIS.

I GO, TOO...

...SATISFIED THAT *JUSTICE* HAS BEEN *SERVED*.

IT'S FINALLY *OVER*. DOC OCK'S GOING TO THE *HOSPITAL*, ELECTRO AND MYSTERIO ARE GOING TO *JAIL*-- AND TOO MANY HYDRA MEMBERS, INNOCENT CIVILIANS, POLICE OFFICERS AND S.H.I.E.L.D. AGENTS ARE GOING TO THE *MORGUE*.

I DON'T FEEL MUCH LIKE *CELEBRATING* UNDER THE CIRCUM-STANCES.

SO, WHAT DO WE DO ABOUT *GOG*?

LEAVE THAT TO *ME*, SPIDER-MAN.

I'VE SPENT *YEARS* EXPLORING OTHER DIMENSIONS. I BELIEVE I CAN FIND A WAY TO SEND HIM *BACK* TO WHERE HE CAME FROM. I'LL HAVE TO SHRINK HIM DOWN TO A MORE MANAGE-ABLE SIZE *FIRST*, BUT *THAT'S* FAIRLY *SIMPLE*.

I GUESS THAT'S WHY THEY CALL YOU *MISTER FANTASTIC*.

HOW DO YOU FEEL, SANDMAN?

I'M OKAY-- YOU STILL *MAD* AT ME?

AL'S CAFE

LIVID.

YOU CAME PRETTY DARN CLOSE TO *KILLING* A MAN TODAY. THAT *DOESN'T* SIT TOO WELL WITH ME. *REAL* HEROES *DON'T KILL*.

YOU SAY YOU'VE *CHANGED*... THAT YOU'RE A *GOOD GUY* NOW.

IT'S TIME YOU STARTED *ACTING* LIKE ONE.

... THE UPSHOT IS: SOLO TELEPORTED AWAY BEFORE I COULD NAIL HIM AGAIN. I USED THE GUN THAT OCK INVENTED TO TURN SAND-MAN BACK TO NORMAL. REED RICHARDS SENT GOG HOME AND OCK IS IN THE HOSPITAL.

IT TURNS OUT, SOME COMPO-NENT FROM OCK'S ORIGINAL ARMS MADE THE NEW ONES OBEY HIS MENTAL COMMANDS.

NOW THAT IT'S BEEN REMOVED, OCK'S OUT OF BUSI-NESS.

'CAUSE WITH-OUT HIS MECHANICAL ARMS, HE'LL HAVE ONE HECK OF A TIME TRYING TO BREAK OUT OF JAIL.

AND SOLO DESTROYED THEIR SHIP WHEN HE WAS TRYING TO KILL GOG.

MARY JANE... ?

YOU SEEM A BIT PREOCCUPIED. WHAT'S UP?

NOTHING...

I'M NOT DOING THE MOVIE.

HUH? WHY'S THAT?

BECAUSE OF YOU.

BECAUSE OF ME.

BECAUSE OF THEM.

YOU DIDN'T WANT ME TO DO THE MOVIE. I DIDN'T WANT TO UPSET YOU, SO I WENT TO TALK THE HIGHER-UPS ABOUT SCRAPPING THE NUDE SCENES.

IT BECAME OBVIOUS WHEN I TALKED TO THEM THAT THEY WANT-ED ME FOR MY BODY, NOT MY ACTING ABILITY, BUT THEN I SUPPOSE YOU COULD SAY THE SAME THING ABOUT THEM HIRING ARNOLD SHWARZEN-HEIMER.

STILL, IT WAS HUMILIATING-- THEY TREATED ME LIKE A HUNK OF MEAT. THEY JUST WANTED SOME BRAINLESS BIMBO TO SHAKE HER GOODIES IN FRONT OF THE CAMERA FOR ALL THE DROOLING, TEENAGED SHWARZENHEIMER FANS.

I MEAN, GEEZ, I DON'T KID MYSELF, I KNOW I'M NOT THE GREATEST ACTRESS IN THE WORLD OR ANYTHING, BUT I'M OKAY-- I DESERVE BETTER THAN THAT.

FORGET ABOUT IT. SOMETHING BETTER WILL COME ALONG. YOU OKAY?

YEAH.

MAYBE SOME ICE CREAM WILL CHEER YOU UP. I THINK THERE'S SOME IN THE FRIDGE.

CLICK

HAPPY BIRTHDAY!

Happy Birthday Peter

WHAT TH... ?

HAPPY BIRTHDAY, TIGER.

SURPRISED?

BYE SPIDEY, BFF!

UH HUH... YOU'RE THE BEST ACTRESS I KNOW.

OH, HONEY -- YOU SAY THE SWEETEST THINGS... !

NEXT: INFINITY WAR CROSSOVER WITH HOBGOBLIN, DEMOGOBLIN AND SPIDEY'S EVIL TWIN! BY HOWARD MACKIE AND LARRY ALEXANDER!

Stan Lee presents

DIABOLIQUE!

TERRY KAVANAGH WRITER

SCOTT McDANIEL PENCILER

KEITH WILLIAMS INKER

RICK PARKER LETTERER

RENÉE WITTERSTAETTER COLORIST

DANNY FINGEROTH EDITOR

TOM DEFALCO EDITOR IN CHIEF

NICE TRY, PETER...

BUT MARY-JANE WATSON-PARKER NEVER LETS A CAMERA CATCH HER OFF-GUARD.

THEN HOW IS THE FAMOUS SOAP OPERA STAR'S POOR STARVING FREELANCE PHOTOG-RAPHER HUSBAND SUPPOSED TO EARN AN HONEST BUCK...?

I CAN'T HELP IT, MJ--THIS "HALL OF RELIGIOUS ICONS" REMINDS ME OF MY TRIPS TO THE MUSEUM OF NATURAL HISTORY WITH UNCLE BEN WHEN I WAS JUST A KID...

...WHERE I FIRST STARTED TO REALIZE MY AFFINITY FOR SCIENCE.

BY TAKING THE PICTURES JOE ROBERTSON SENT YOU TO GET FOR THE DAILY BUGLE...

...INSTEAD OF JUST ABUSING YOUR PRESS PRIVILEGES.

THAT'S REAL NICE, TIGER... NOW WE CAN TRY AND CATCH UP TO THE REST OF THE PRIVATE TOUR--

...AND NEW YORK'S METROPOLITAN MUSEUM OF ART IS PROUD TO PRESENT THIS RECENTLY-UNEARTHED, GROUNDBREAKING COLLECTION OF ARCANE PARAPHERNALIA DATING BACK TO NINTH CENTURY SPAIN.

-- SO WE CAN FINALLY FIND OUT WHAT THIS MYSTERIOUS EXHIBIT OPENING IS ALL ABOUT.

ALTHOUGH ALL OF THE ASSORTED MANUSCRIPTS, IDOLS, ETC., WERE DIS-COVERED TOGETHER, THE ONLY IDENTIFICATION WAS A SINGLE INSCRIPTION IN AN UNKNOWN LANGUAGE ON THE MAIN CASK

UP

EVEN WITH THE AID OF ROSETTA STONE HEIRO-GLYPHS, THE FRENCH ARCHEOLOGISTS WERE ONLY ABLE TO LOOSELY TRANS-LATE IT AS "DIABOLIQUE"!

KLIK

WHRRRRR

AS YOU CAN PROBABLY SEE, THE *DIABOLIQUE CACHE* IS QUITE A *RECENT* FIND AND RELATIVELY UNEXPLORED AS OF YET.

SO WHAT'S THE BIG DEAL THEN, *LOCKWELL?*

OUR INVESTIGATION SO FAR INDICATES THAT THE CACHE MAY HAVE BELONGED TO AN ANCIENT "*ALCHEMIST*"-- A PRACTITIONER OF THE FORBIDDEN ART OF *TRANSMUTATION.*

WITH THE HELP OF YOU DISTINGUISHED JOURNALISTS, WE ARE HOPING TO GENERATE ENOUGH *POPULAR INTEREST* TO ACQUIRE THE NECESSARY *FUNDS* TO CONTINUE OUR RESEARCH.

AND WITH THAT IN MIND, THE MUSEUM HAS SAVED THE *BEST* FOR LAST. A TRUE EXCLUSIVE-- THE OFFICIAL FIRST-TIME *OPENING* OF THE HEART OF THE COLLECTION...

...THE *DIABOLIQUE CASK!*

KREEEK KREEEK

AS A *GRADUATE SCIENCE STUDENT*, I'M HAVING A HARD TIME PRETENDING INTEREST IN THIS ALCHEMY GARBAGE, BRINGS ME BACK TO THE OLD DAYS HERE... AND *GWEN STACEY'S* ATTEMPTS TO RAISE MY APPRECIATION OF MODERN ART.

YOU HAVE TO ADMIT THAT *PICASSO* WAS DIFFERENT, AT LEAST, PETER...

SORRY, HONEY, YOU'RE GOING TO HAVE TO SHOW ME EXACTLY WHERE THE WALLPAPER ENDS... AND THE ART BEGINS.

ACTUALLY, THE *PRESENT* HAS PLENTY TO OFFER ALL ON ITS OWN...

THEY ARE ALL *PHILISTINES--*

-- BUT I RECOGNIZE A *GENUINE* INTEREST IN OUR TREASURES WHEN I SEE ONE, MISS...?

SUCH BEAUTY IS HARD TO IGNORE, MR. LOCKWELL.

INDEED, *MISS...?*

SPIDER-SENSE-- WARNING ME OF *DANGER!*

OVER BY...

...MJ!

THIS PARTICULAR PIECE IS--

PRETTY DARN OLD I IMAGINE, HUH?

EXCUSE ME, I'D REALLY LIKE TO SEE THAT, EXCUSE ME...

I'M SORRY, BUT I'M AFRAID WE'LL HAVE TO END THE PRESS CONFERENCE HERE.

WE OPEN TO THE PUBLIC EXTREMELY EARLY TOMORROW MORNING AND I STILL HAVE QUITE A BIT OF UNCRATING TO DO.

SPIDER-SENSE SIGNALS DON'T SEEM TO BE INCREASING AROUND THIS SLICKSTER--

--SO HE'S NOT THE SOURCE OF THE DANGER.

BUT SOMETHING'S DEFINITELY GOING ON AROUND HERE...

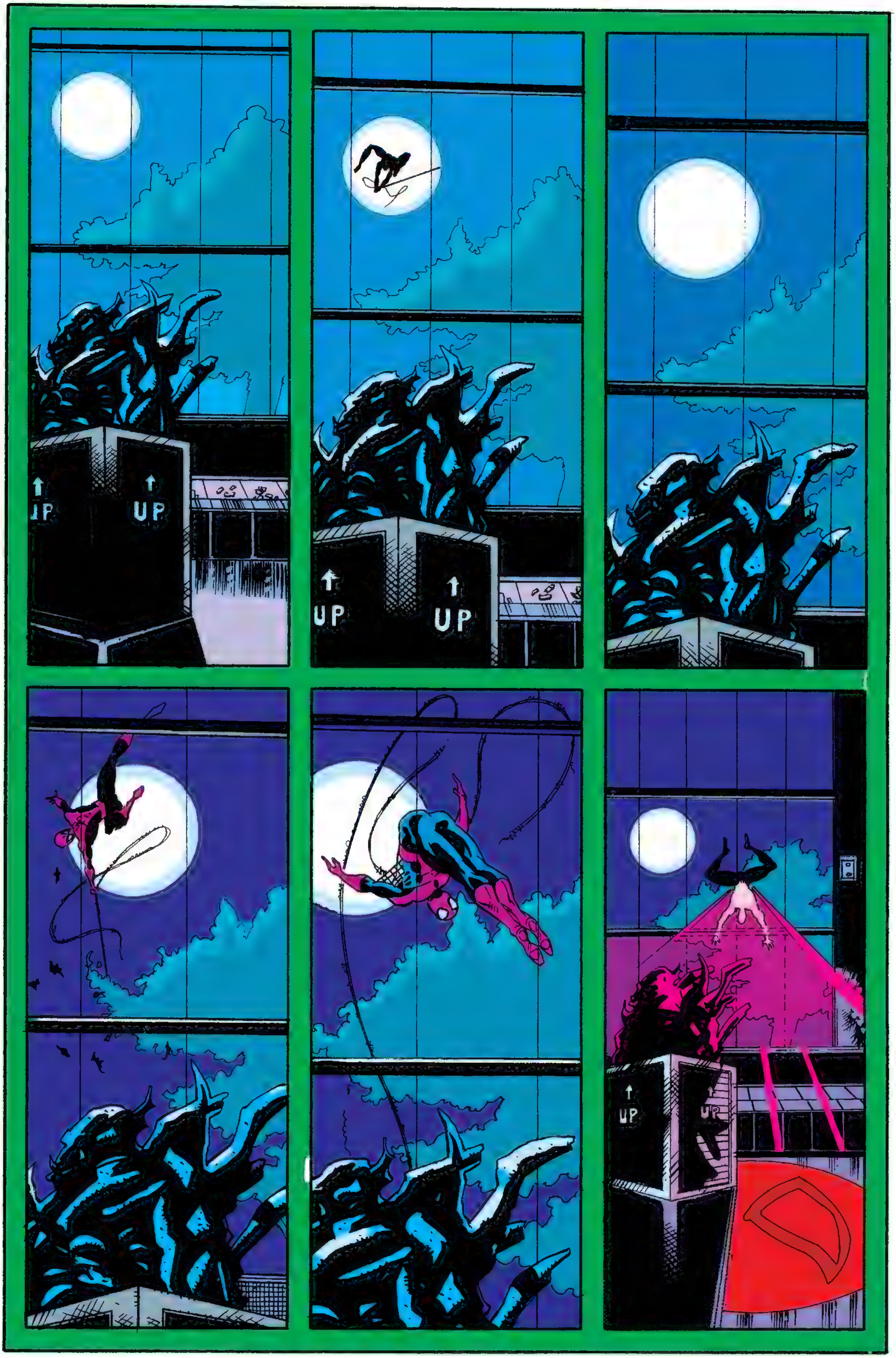
VERY SMOOTH, TIGER.

THANK YOU ALL SO MUCH FOR COMING...

LET'S GET OUT OF HERE, RED--

--THIS PLACE IS REALLY STARTING TO GIVE ME THE CREEPS.

...PLEASE REMEMBER THAT YOUR SUPPORT IS VITAL TO THE CONTINUED SUCCESS OF OUR ENDEAVORS.


UP
UP
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UP
UP

NOW THAT PETER PARKER'S PUT HIS WIFE SAFELY TO BED, IT'S TIME FOR HIM TO CHECK THIS SITUATION OUT. AS THE EVER-AMAZING *SPIDER-MAN*.

YEAH, SURE... I'M NORMAL.

NO *GUARDS* ANYWHERE IN THE EXHIBIT SHOWROOM...

... BUT MY SPIDER-SENSE IS BUZZING *STRONGER* THAN BEFORE, EVEN FROM OUT HERE.

NO CHOICE REALLY-- SOME KIND OF *TROUBLE'S* BREWING INSIDE THIS MUSEUM...

...AND I'M PROBABLY THE ONLY ONE WHO *KNOWS* IT.

WELL, I'VE SEEN THIS DONE BY ENOUGH CROOKS TO HAVE LEARNED A *TRICK* OR TWO.

FIRST, A *WEB-GRID* TO CONTAIN THE PANEL OF BREAKING GLASS...

THWIP

...THEN A *WEB-GLOVE* TO PROTECT *MY* HAND...

THWIP

...AND PRESTO-- INSTANT *SPIDER-BURGLAR!*

BEEP

BEEP

WHOOAA-- SPIDEY-SENSE SAYS *NO* TO SMASHING THE GLASS...!

AND NOW I SEE WHY-- AN *INNER ALARM BOX.*

HAVE TO FIND ANOTHER WAY IN.

GEE, VILLAINS ALWAYS MAKE THIS STUFF LOOK SO *EASY*...

GUESS BREAKING AND ENTERING JUST DOESN'T COME ALL THAT *NATURALLY* TO ME.

WHICH IS GOOD, I GUESS...

NOW *THIS* IS MORE LIKE IT-- *ROOFTOP* OFFERS A THREE-BLOCK WARREN OF AIR VENTS TO CHOOSE FROM.

AND THE MUSEUM PROBABLY DIDN'T *BOTHER* TO ALARM THE EXHAUST PIPES...

...SINCE THEY'RE TOO *SMALL* FOR ANYONE BUT A SPIDER-MAN TO SQUEEZE DOWN THROUGH.

INCREDIBLY EXTENSIVE SYSTEM... BUT I SEEM TO HAVE FINALLY REACHED SOME KIND OF ENCLOSED VENTILATION SHAFT.

AND THOSE *WINDOWS* LOOK LIKE THEY MIGHT ACTUALLY LEAD *INTO* THE MUSEUM.

MIGHT AS WELL TRY *THIS* ONE--*NO* REACTION FROM MY SPIDER-SENSE. HERE GOES NOTHING.

AWFULLY *DARK*, BUT IT LOOKS LIKE SOME KIND OF BA--

KREEK

I AM DEFINITELY *NOT* SUPPOSED TO BE IN HERE.

BRRR... THAT WAS WEIRDER THAN A TRIP TO THE *NEGATIVE ZONE*.

WOMEN

NO IDEA *WHERE* THE "DIABOLIQUE" EXHIBITION IS FROM HERE.

AND I CAN'T RISK USING MY *SPIDER-LIGHT* NOW THAT I'M ACTUALLY INSIDE THE BUILDING... IT MIGHT ATTRACT---

---GUARDS!

HURRY IT UP A BIT, BARB...

I'M WITH YOU, KENNY-- I'M JUST AS ANXIOUS AS YOU TO PUT SOME *DISTANCE* BETWEEN US AND THAT SPOOKY NEW DISPLAY.

CLOSE ONE -- BUT IT SOUNDS LIKE I JUST HAVE TO GO *BACK* THE WAY THOSE GUARDS CAME FROM UNTIL MY SPIDER-SENSE PICKS UP TROUBLE AND...

YES-- THE "HALL OF RELIGIOUS ICONS."

THE DIABOLIQUE CACHE MUST BE EVEN MORE *VALUABLE* THAN I THOUGHT-- THEY'VE INSTALLED A HUGE *SECURITY GATE* CUTTING THE EXHIBIT OFF FROM THE REST OF THE MUSEUM.

LUCKILY, I PREFER TO TRAVEL *ABOVE* THE CROWD.

SPIDER-SENSE IS REALLY GOING *WILD* NOW--FOCUSING ON THE END OF THE HALL AND--

--THAT GLOWING STATUE!

NO DOUBT ABOUT IT-- ARCHEOLOGICAL RELICS ARE DEFINITELY *NOT* SUPPOSED TO GROW ON THEIR OWN WITHOUT WATER.

SKRAK

BUT...

...THE REAL TROUBLE'S BEHIND ME AT THE MOMENT!

WEIRD PYRO-TECHNICS, AND--

FWAASH

-- THE ICONS ARE ATTACKING ME...?!

GEEZ, TALK ABOUT LIVING ART...

GOT TO REMEMBER THAT YOU GUYS HAVE HISTORICAL VALUE AND TRY NOT TO DO TOO MUCH DAMAGE.

FEEL FREE TO RETURN THE FAVOR.

TOOM

HOLY--! I KNEW I HEARD SOMETHING GOING ON BACK HERE!

STRANGE LIGHTS AND...

...SPIDER-MAN! GET LOCK- WELL OVER HERE WITH THE KEYS TO THIS STUPID GATE NOW BEFORE THAT MANIAC WRECKS THE PLACE!

WUMP

THE ICONS ARE TRYING TO KEEP ME FROM REACHING THE DIABOLIQUE STATUE BEFORE IT FINISHES TRANSFORM!--

YES...

POOM

ALL RIGHT, FORGET THE HANDS OFF POLICY ALREADY-- I'VE DECIDED TO TAKE A NEW APPROACH TO THIS WHOLE THING!

... I SIMPLY REFUSE TO BELIEVE ANY OF IT IS REALLY HAPPENING!

IT FREES ME UP QUITE A BIT ACTUALLY...

WONK

BUT IF THIS WERE REAL, IT WOULD BE MIGHTY INTERESTING--

KLUD

--INSTEAD OF JUST FALLING UNCONSCIOUS LIKE NORMAL BAD GUYS, WHEN I HIT YOU, YOU FOLKS REVERT BACK TO INANIMATE OBJECTS.

NOT THAT ANY OF YOU WERE EXACTLY LIVELY TO BEGIN WITH--!

POOT

BOOT

NOW I CAN FINALLY CONCENTRATE ON THE SOURCE OF MY SPIDER-SENSE WARNINGS--

OR MAYBE IT'S JUST A LITTLE TOO LATE FOR THAT--!

I, MYSELF, ALWAYS PREFER CHATTIER FOES... WITH A REFINED SENSE OF HUMOR AND A SOLID GROUNDING IN CURRENT AFFAIRS.

TO BE CONCLUDED NEXT ISSUE!

STAN LEE PRESENTS SPIDER-MAN IN...

DIABOLIQUE

PART 2

COVERING THE UNVEILING OF **THE DIABOLIQUE** CACHE-- A PURPORTEDLY ALCHEMICAL TREASURE TROVE DATING BACK TO NINTH-CENTURY SPAIN-- **PETER PARKER** SENSED TROUBLE...

...SPIDER-STYLE.

SO, AS **SPIDER-MAN**, HE **BROKE INTO** THE MUSEUM LATER, **SNUCK PAST** PATROLLING SECURITY GUARDS, AND **BATTLED** A GAUNTLET OF MYSTERIOUSLY ANIMATED RELIGIOUS ICONS...

NO PROBLEM.

AND THAT'S SUPPOSED TO EXPLAIN EVERYTHING...?

DIABLO IS BACK!

BUT SPIDEY WATCHED HELPLESSLY AS THE LAST DIABOLIQUE STATUE UNDERWENT AN OMINOUS **TRANSFORMATION** BEFORE HIS VERY EYES...

BIG PROBLEM.

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SCOTT McDANIEL / PENCILER
KEITH WILLIAMS / INKER
RICK PARKER / LETTERER
RENÉE WITTERSTAETTER / COLORIST
DANNY FINGEROTH / EDITOR
TOM DEFALCO / EDITOR IN CHIEF

I HAVE NOTHING TO HIDE, COSTUMED ONE--MY ACTIONS ARE QUITE JUSTIFIED...

AFTER MY RECENT DEFEAT IN THE REGION YOU CALL CENTRAL AMERICA, I WAS LEFT WITH NONE OF MY POTIONS TO EFFECT AN ESCAPE.*

HOWEVER, IT TOOK PRECIOUS LITTLE TIME FOR AN ALCHEMIST OF MY CALIBER TO DISTILL THE NECESSARY INGREDIENTS FROM MY OWN BODY.

AND, UPON MY RECOVERY, I READ OF THE DISCOVERY OF THE DIABOLIQUE CACHE. BUT I ALONE RECOGNIZED ITS TRUE SIGNIFICANCE.

SO, WITH THE APPLICATION OF A SIMPLE TRANSFIGURATION OIL OF MY OWN DEVISING, I ASSUMED THE IDENTITY OF THE EXHIBIT'S CURATOR FOR A FEW HOURS YESTERDAY MORNING--

ALPHA FLIGHT #103. -- DANNY

--AND, RATHER THAN RISK QUESTIONS I COULD NOT ANSWER HERE AT THE MUSEUM, I SIMPLY ARRANGED TO HAVE A LAST STATUE PICKED UP AND DELIVERED TO THE COLLECTION TODAY...

A "TROJAN HORSE" WITH YOU INSIDE...?

IF YOU WILL... SELF-TRANSMUTATION IS, AFTER ALL, THE VERY LEAST OF MY ABILITIES.

AND I SUPPOSE YOU WERE RESPONSIBLE FOR THE NIGHT OF THE LIVING DEITIES" BACK THERE, TOO...?

NICE STORY, DIABLO, BUT I DON'T BELIEVE A WORD OF IT.

A SIMPLE PRE-CAUTIONARY MEASURE IN ADVANCE--A MIXTURE OF CHEMICALS ACTIVATED BY THE PROXIMITY OF INTERLOPERS DURING MY TRANSFORMATION.

YOU COULD PROBABLY EVEN GIVE MYSTERIO A RUN FOR HIS MONEY WHEN IT COMES TO CASTING ILLUSIONS...

THERE ARE ITEMS I INTEND TO RETRIEVE FROM THE CACHE... AND NO TIME TO WASTE ON MEDDLERS.

... BUT EVEN YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN KNOWS THAT THERE'S SIMPLY NO SUCH SCIENCE AS--

--ALCHEMY?!

HAHAHAHA

FOOMP

YOU WILL SOON DISCOVER OTHERWISE, SPIDER-MAN.

AND, THANKS TO "SECRETION PATCHES" OF MY CONCOCTIONS HIDDEN THROUGHOUT THE INSIDE OF MY COSTUME--

POOF

--YOU WILL LEARN WHY I AM THE UNDISPUTED MASTER OF THE ART!

BL-BLINDED!

EVEN THE PROVINCIAL PEOPLE OF MY OWN NINTH-CENTURY SPAIN RECOGNIZED-- AND FEARED--ESTEBAN DIABLO'S KNOWLEDGE.

THEY BURIED ME ALIVE, FOOLISHLY TOSSING PARAPHERNALIA THEY BELIEVED CURSED IN AFTER ME...

...UNKNOWINGLY INCLUDING THE NECESSARY ELEMENTS FOR A SUSPENDED ANIMATION FORMULA.

I LAY DORMANT-- BUT SAFE-- UNTIL REAWAKENED BY THE FANTASTIC FOUR'S THING IN THE TWENTIETH CENTURY.*

* FANTASTIC FOUR #33.--DANNY

HOWEVER, AWARE OF THE SUSPICIONS OF THE UNINITIATED LONG BEFORE THEIR BETRAYAL, I HAD ALREADY SECRETED AWAY THIS CACHE OF THE RAREST OF MY ARCANE INGREDIENTS...

...SOME OF WHICH ARE EVEN EXTINCT TODAY.

AND YOU'RE NEXT ON THE ENDANGERED SPECIES LIST, DIABLO, NOW THAT I'M NOT SEEING...

HA HA

...DOUBLE?!

HA-HA-HA

HA HA

THE DIABOLIQUE CASK WILL BE MINE ONCE AGAIN!

HA HA
THWIP
WELL, WELL--IT CERTAINLY LOOKS LIKE MY DANCE CARD IS *FULL* FOR TONIGHT...
HA HA HA
THWIP
HA HA HA HA HA

THAT IMBECILE WILL NEVER FIND THE TRUE DIABLO THROUGH MY *REFLECTIVE MIST* IN TIME.
AH, GOOD... ALL OF MY *POTIONS* ARE STILL HERE, BREWED TO PERFECTION BY TIME.

THIS IS GETTING REALLY *FRUSTRATING*--I CAN'T SEEM TO *HURT* ANYTHING I SWING AT TODAY.

MORE IMPORTANTLY, THE *SACRED CHALICE* IS STILL INTACT BENEATH THE FALSE BOTTOM OF THE CASK.
IF THOSE FOOL ARCHEOLOGISTS HAD ANY IDEA OF ITS TRUE *SIGNIFICANCE*--!

YOU MUST HAVE GENERATED THIS FOG FOR A REASON, CHARLATAN...
...SO A LITTLE *WEB-BOLA* ACTION AND--
--WILL THE *REAL* DIABLO PLEASE STAND UP?

HSSS
FZZZT
ΔpZ:o=
IT MATTERS *LITTLE* NOW, SPIDER-MAN...

SKREEEEE

...THE AGE OF THE ELECTROLL IS UPON US!

ELECTROLL...?! C'MON, GIVE ME A BREAK HERE...

OH, HE SHALL, SPIDER-MAN, HE SHALL...! THE ELECTROLL IS A RELATIVELY SIMPLE ELEMENTAL THAT I MASTERED CENTURIES AGO--LONG BEFORE THERE WAS MUCH USE FOR AN ELECTRICAL DEMON, AS A MATTER OF FACT.

SKREEEEEEE

AND I GATHER THAT'S CHANGED...?

ABSOLUTELY. IN THIS MODERN AGE, ELECTROLLS HAVE UNLIMITED POTENTIAL...

...ONCE I HAVE INFILTRATED THEM INTO YOUR NETWORKED COMPUTER SYSTEMS AROUND THE GLOBE, WHERE THEY CAN BREED FREELY.

SOON, I WILL CONTROL THIS NEW WORLD... FROM WITHIN.

SKREEEE

THWIP

GEE, HOW DID I KNOW YOU WERE COMING AROUND TO THAT...?

SOME KIND OF GOO FROM DIABLO'S FINGERTIPS TRANSMUTED THAT PORTION OF THE WALL INTO VAPOR... HE'S ESCA--

TSSSSST

ARRGHH!

SKREEEEE

FULL BODY SHOCK... CAN BARELY MOVE... DEMON'S TOO FAST... ZEROING IN ON ME AGAIN...

AND DIABLO'S GETTING AWAY THROUGH THE WALL WITH THE CASK...

THIS IS CRAZY... THERE'S NO RATIONAL EXPLANA--

WAIT A MINUTE, THAT'S IT!

SKRIK

THWIP

MAYBE THE WAY TO GET RID OF THAT "ELEMENTAL"-- --IS THROUGH ITS ENEMY-- SCIENCE!

FZZT

POWER CABLE FROM THE ALARM BOX COULD DO THE TRICK...

...JUST HAVE TO LET GO OF MY WEB-LINE SO I WON'T BE GROUNDED AND--

--TRY SOME APPLIED SCIENCE!

SKREEACK--

FZZT

BZZT

BZZT

=ugh=

EEEAAAGH!

CIRCUIT LOOP WORKED... LIVE ALARM WIRES SHORTED OUT ELECTROLL...

FEEDBACK FLASHED THROUGHOUT THE ROOM... ALMOST KILLED US BOTH...

BUT IT'S JUST YOU AND ME NOW, DIABLO...

HOLD, SPIDER-MAN, YOU AND I NEED NOT CONTINUE THIS FUTILE BATTLE.

WITH MY KNOWLEDGE-- AND YOUR CO-OPERATION-- THE DIABOLIQUE CACHE CAN BE EMPLOYED FOR THE BENEFIT OF MANKIND.

IT IS EVEN RUMORED THAT A CERTAIN RELIC CAN BE USED TO BRING THE DEAD BACK TO LIFE.

ARE THERE NOT ANY LOVED ONES LOST TO YOU THAT YOU LONG TO SEE AGAIN...?

PETER...

GWEN...?

PERFECT. ALTHOUGH I, MYSELF, DOUBT THE CHALICE'S POWERS OF RESURRECTION, MY HYPNOTIC VAPORS ARE HAVING THE DESIRED EFFECT ON THIS DO-GOODER.

THE DOLT SEES ONLY WHAT HE WANTS TO SEE.

WITH GREAT POWER COMES GREAT RESPONSIBILITY, BOY...

UNCLE BEN...?

YES!

FORCED TO RESORT TO MORE MUNDANE TACTICS, I SUPPOSE.

FORGET IT DIABLO, YOU'RE--

SPRTZ

I'LL WAGER YOUR MASK IS NO DEFENSE AGAINST A MIXTURE OF HYPER-GROUND PEPPER.

CHOO

CHOO

SPRTZ

... AND A HIGHLY-CONCENTRATED DOSAGE OF YOUR AGE'S NEWLY-DEVELOPED MACE!

ONLY SOMEONE FROM THE NINTH CENTURY...

HAK CHOO HAK

...COULD POSSIBLY THINK THAT MACE BRINGS HIM UP-TO-DATE...

CHOO HAK

FAREWELL, SPIDER-MAN--

EYEPIECES COVERED WITH THIS STUFF...

CAN BARELY SEE...

--TIME HAS GROWN FAR *TOO SHORT* TO CONTINUE THIS GAME.

YOU *CAN'T* QUIT NOW, DIABLO...

...IT'S *MY* TURN!

THWIP

WEB-COCCOON WILL KEEP YOU FROM PLAYING WITH YOUR *HOME CHEMISTRY SET* UNTIL THE POLICE ARRIVE.

ON THE CONTRARY, SPIDER-MAN--IT MERELY ALLOWS ME THE OPPORTUNITY TO BE MORE *CREATIVE*...

=PTUI=

A TOOTH...?

FILLED WITH ONE OF MY PERSONAL CONCOCTIONS... AND DESIGNED TO *TRANSMUTE* GLASS INTO--

SKRASH

RAZOR-EDGED IRON SHRAPNEL?!

SKRKT

BARELY SPUN THIS WEB-UMBRELLA IN TIME TO SAVE ME FROM BECOMING SPIDER-STEW.

OOMPH!

THAT'S IT, DIABLO, NOW I'M REALLY--

A CHUMP...?!

HE SOMEHOW MANAGED TO ARTIFICIALLY AGE MY WEB-BING UNTIL IT WAS BRITTLE.

DIABLO'S ESCAPED!

...AND IT LOOKS LIKE HE TOOK THE DIABOLIQUE CASK WITH HIM.

COULD THIS DAY POSSIBLY GET ANY WORS-- WHOA! SPIDER-SENSE...!

HOLD IT RIGHT THERE! FREEZE!

Er.. I CAN EXPLAIN EVERYTHING, GUYS...

...I THINK.

AND...

THOSE MORONS HAVE BEEN GONE LONG ENOUGH...

...MY CHAMELEON CREAM HAS SERVED ITS PURPOSE--

RE RY GIS ILY OR IONS you!

WE'RE SORRY

THIS WING TEMPORAR CLOSED FO RENOVATI

--IT IS SAFE TO REAPPEAR ONCE AGAIN.

BUT I CAN WAIT NOT A MOMENT LONGER...!

I MUST RECOVER THE MORE IMPORTANT CONTENTS OF THE CASK BEFORE THE PROTECTIVE "SPELL" I CAST TO PROTECT IT FROM SCAVENGERS CENTURIES AGO--

--TAKES EFFECT.

NO...

...NO...

...NO...

NO

THAT SPIDER-FOOL DELAYED ME FOR TOO LONG!

SKRAK

SKROOF

I SHOULD HAVE USED THAT PRISMATRIX ON SPIDER-MAN.

LIMITED TO MODERN INGREDIENTS, I CAN NEVER RECREATE THE ELECTROLLS AGAIN.

AND THE CHALICE--THAT, OH, SO SPECIAL AND POWERFUL CUP--LOST FOREVER...

WITHOUT EVEN KNOWING IT, THAT IMBECILE DESTROYED ALL OF MY PLANS.

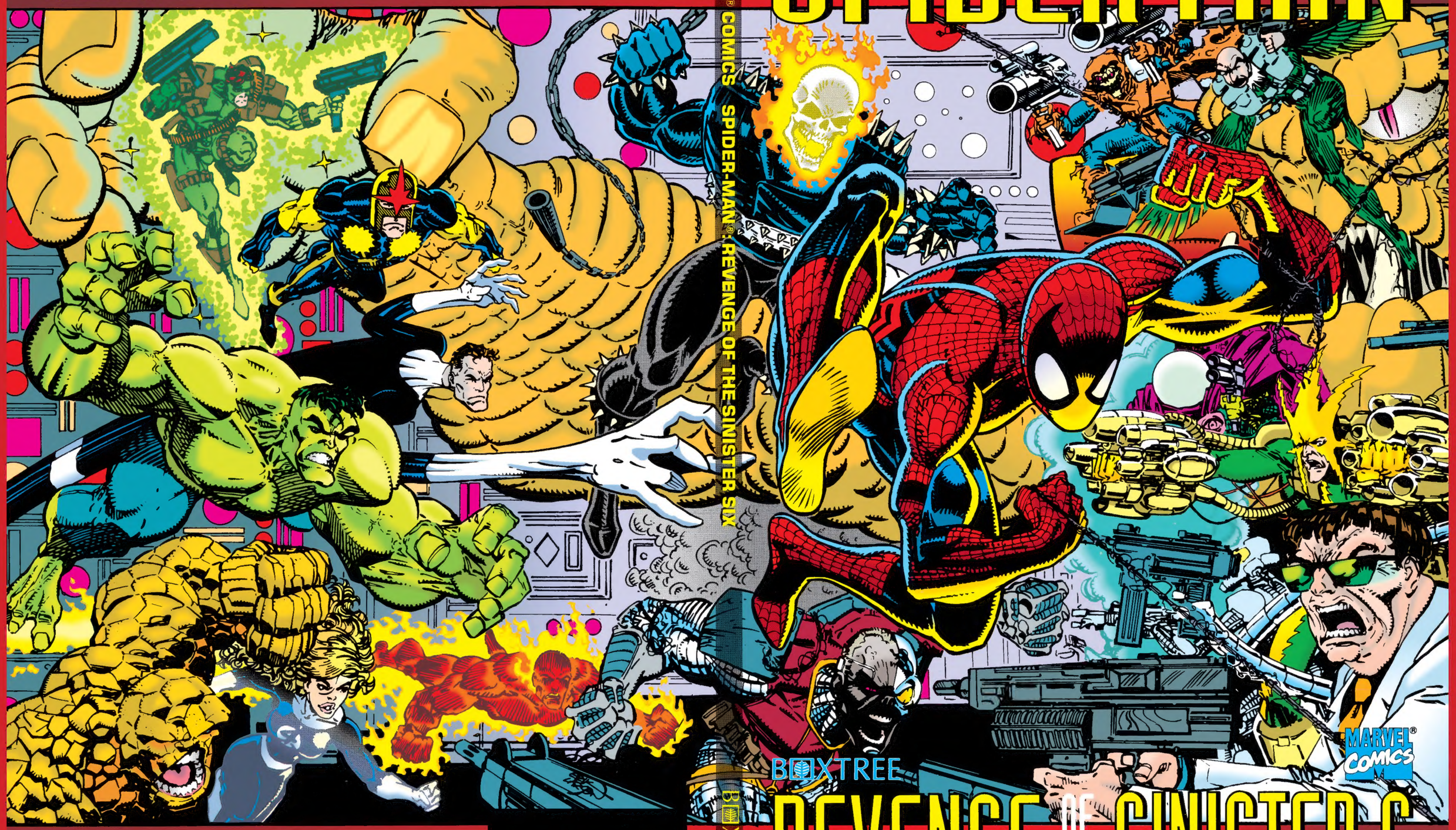
SO NEW PLOTS WILL HAVE TO BE CONCOCTED...

... AND SPIDER-MAN MAY WELL FIND HIMSELF AT THE VERY CENTER OF ONE!

THE END.

Doctor Octopus! Electro! Mysterio! The ***Vulture!*** The ***Hobgoblin! Sandman!*** Separately they are the deadliest foes Spider-Man has ever fought. Together as a team, they are the unbeatable villainy known as ***The Sinister Six!***

The Sinister Six return to take revenge upon our favorite wall-crawler and an unsuspecting world. With Doctor Octopus's new adamantium arms and help from another dimension on the side of the Six, Spider-Man decides to round up his **own** band of allies — **The Hulk, Ghost Rider,** and **The Fantastic Four!** It all adds up to the ultimate high-stakes face-off!



Erik Larsen, Spidey scribe and artist supreme, brings out all the big guns in the Marvel Universe for a sock-to-the-jaw adventure that will leave you breathless — if you and Spider-Man can make it to the thrill-packed final page in one piece!

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MARVEL® COMICS SPIDER-MAN®: REVENGE OF THE SINISTER SIX

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Foreword

Ah, humanity.

Always doing ourselves in.

I mean. . .you're living your life, trying to get along, trying to do the right thing.

And then the neighborhood bully comes along. And he decides that you're his target for today.

Or for this lifetime.

And he picks on you, beats you up, takes your lunch money.

You go home and cry to your mom. She goes and yells at the bully and his mom. Which makes the bully hit you even *harder* the next time.

You realize mom ain't gonna do much good.

So you suck up all your courage. You defend yourself from the bully. By some miracle, you beat him. You feel great.

Until the bully comes after you with five of his friends. *Five* of them!

You evade them, split them up and actually manage to win over them. You send them home crying to their moms! And you know what that means!

Revenge!

And you know you probably won't be so lucky against them again.

So you have no choice but to go out and get a bunch of *your* friends to help you! And then you and they take on the bully and his buds! And heaven only knows how *that'll* turn out!

It's the story of mankind and it never seems to change.

In this volume, our metaphor for the madness of the world we live in is exemplified by Spider-Man as you — the good, well-meaning everyman. The bully is Doctor Octopus. The bully's buddies are the Sinister Six. *Your* buddies are the Hulk, the Fantastic Four, Deathlok, and Ghost Rider. Pretty good friends to have, actually.

All the above deep thinking might be the reason so many people relate to Spidey in general and to the *Revenge of the Sinister Six* storyline in particular.

Or, in the case of *Revenge,* it might just be the kickin' story and art by *Erik Larsen.*

Whichever it is, while we all hope, and some even work for, a world free of bullies, we can all enjoy the story that Erik so skillfully crafted.

At least you won't be hurting — or be hurt by — anybody while you read it.

Ah, humanity.

Enjoy,

Danny Fingeroth
Spider-Man Group Editor

Afterword

by Eric Fein

Spider-Man Associate Editor

Pretty cool stuff, huh? Fast-paced plotting. Witty dialogue. It doesn't grow on trees. It takes a lot of hard work and effort to craft a tale as well as Erik did. What makes it all the more extraordinary wasn't merely the fact that all this was his first major work as writer AND artist, but that, during work on the second chapter of the story, Erik suffered a tragedy. His home was destroyed in the Oakland fires that decimated a large section of homes and forest land. He lost a lot.

Anyone else would have been incapable of finishing their work under such circumstances. But not Erik. He and Danny huddled over the phone, juggled some schedules, and the show went on. It was decided that one chapter would be split in half and go into two issues spreading the story to six issues instead of five. That is why chapters two and three are shorter than the others. I ought to know. I was assistant editor on these masterworks.

And as you can see, Erik delivered the goods and then some. To paraphrase a well-known Spider-Man quote: "With great *talent* must come great responsibility." And in Erik's case, it does.

PIN UP BY SCOTT MCDANIEL
FROM *SPIDER-MAN: REVENGE OF THE SINISTER SIX TPB* (1994)

PIN UP BY ROY BURDINE & ABRAHAM MADISON
FROM *SPIDER-MAN: REVENGE OF THE SINISTER SIX TPB* (1994)

THE SIX HAVE NEVER BEEN MORE SINISTER THAN IN THIS STAR-STUDDED SAGA!

They've looted and slaughtered their way across an alien world, and Earth is next! If even Spider-Man's strength, wit and new web cannons can't stop the murderous miscreants and their robot army, it may take a dozen heroes to win the day — but one of the Six outweighs and out-powers all of them combined! Guest-starring Ghost Rider, the Incredible Hulk, Deathlok and more!

Collecting *Amazing Spider-Man (1990) #15* and *#18-23*.

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